

SKYBOX INDUSTRIES LIMITED

(Formerly known as Smart Capital Services limited)

Regd. Office: 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Phone: 9599919919, Email ID: smartcap.delhi@gmail.com

website: www.smartcapitalservices.in, CIN: L74899DL1994PLC059877

July 16, 2021

To,
Metropolitan Stock Exchange of India Limited
4th Floor, Vibgyor Towers,
Bandra Kurla Complex,
Bandra East, Mumbai - 400 098

ISIN: INE980S01017

Sub: Minutes of the Postal Ballot Results dated July 15,2021_Disclosure under Regulation 30 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Dear Sir/Madam,



This is further to our letter dated July 15,2021 regarding submission of Postal Ballot ("Result") and Scrutinizers report issued by Mr. Aakash Goel ,Proprietor , M/s G Aakash & Associates , Company Secretaries on the Special Resolution passed by the member of the company .

In this connection , we are enclosing herewith copy of minutes of the proceedings relating to declaration of results of Postal Ballot by remote e-voting and ballot.

This is your information and record.

Thanking You,
Yours truly

For Skybox Industries Limited
(formerly known as Smart Capital Services Limited)

Rohit Mittal
(Director)
DIN: 02527072

Encl: As above

SKYBOX INDUSTRIES LIMITED

EXTRACTS OF THE MINUTES OF THE SPECIAL RESOLUTION PASSED BY POSTAL BALLOT THROUGH REMOTE E-VOTING AND BALLOT PROCESS BY THE MEMBERS OF SKYBOX INDUSTRIES LIMITED (FORMERLY KNOWN AS SMART CAPITAL SERVICES LIMITED ON THURSDAY, THE 15TH DAY OF JULY, 2021 AT THE REGISTERED OFFICE OF THE COMPANY AT 325, IIIRD FLOOR, AGGARWAL PLAZA, SEC-14, ROHINI, NEW DELHI -110085 .

The Board of Directors of M/s Skybox Industries Limited (the 'Company'), in its meeting held on June 09, 2021, had approved the proposal to conduct Postal Ballot pursuant to section 110 of the Company's Act 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, read with the relevant Circular(s) issued by the Ministry of Corporate Affairs ("MCA Circulars") to seek approval of the Members for the following resolution:

1. Approval for Voluntary Delisting of the Equity Shares of the Company from the Metropolitan Stock Exchange of India Limited (MSEI).

The Board of Directors of the Company had appointed Mr. Aakash Goel, Proprietor of M/s G Aakash & Associates, Practicing Company Secretaries ("Scrutinizer") to act as the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

The Company had completed dispatch of the Postal Ballot notice, along with explanatory statement, postal ballot form and self addressed postage prepaid business reply envelope on June 14, 2021, to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited / Central Depository Services (India) Limited as on the Cut-off date i.e. June 11, 2021. For Shareholders whose e-mail IDs was available with the Company/the Depositories, the Postal Ballot notice, along with explanatory statement and postal ballot form was also sent through electronic means.

As provided in Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, Public Notices was published by the Company in Financial Express- All editions ('English Newspaper') and in Jansatta-DL Editions ('Hindi Newspaper') on Tuesday, June 15, 2021, informing about the completion of dispatch of Postal Ballot notices along with explanatory statement, postal ballot form and self addressed postage prepaid business reply envelope to its shareholders

In terms of Sections 110, 108 and other applicable provisions of the Companies Act, 2013, as amended from time to time, read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered remote e-voting facility to all the Members of the Company. The Company had appointed National Securities Depository Limited (hereinafter referred to as "NSDL" or "Service Provider") for facilitating e-voting to enable the Members to cast their votes electronically (hereinafter referred to as the "Remote e-voting").

The remote e-Voting commenced on Tuesday, June 15, 2021 at 9:00 a.m. (IST) and ended on Wednesday, July 14, 2021 at 05:00 p.m. (IST)

Accordingly, on closure of the voting period, Mr. Aakash Goel, Scrutinizer, on the basis of data on remote electronic voting and postal ballot and related documents furnished by NSDL relating to postal ballot, submitted his report dated July 15, 2021 to the Chairman of the Company on July 15, 2021 which is annexed herewith.

Based on the Scrutinizers Report, the Resolution given in the Postal Notice dated June 09, 2021, as sent to the Members and as reproduced hereunder, was passed by requisite majority:

SPECIAL BUSINESS:

ITEM NO.-1: VOLUNTARY DELISTING OF THE EQUITY SHARES OF THE COMPANY FROM METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED (MSEI).

“RESOLVED THAT pursuant to the letter of intent dated April 21, 2021 received from Mr. Rohit Mittal (hereinafter referred to as “Acquirer”/ “Promoter”), for and on behalf of the Promoter and Promoter Group of the Company, expressing their intention to voluntarily delist the equity shares of the Company from the Metropolitan Stock Exchange of India Limited (“MSEI”/ “Stock Exchange”), the stock exchange where the equity shares of the Company are listed (hereinafter referred to as “Delisting Proposal”) in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended (“Delisting Regulations”) and pursuant to the approval of the Board of Directors of the Company granted in its meeting held on June 09, 2021, to voluntarily delist the equity shares of the Company from the Stock Exchange and subject to the applicable provisions of the Delisting Regulations, applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and on receipt of the necessary approval from MSEI, the relevant provisions of the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Securities Contracts (Regulation) Act, 1956 (including the rules issued thereunder), as amended from time to time, the listing agreement entered with MSEI and subject to other applicable provisions, regulations and guidelines issued by Securities and Exchange Board of India (“SEBI”), as amended from time to time and subject to such permissions, sanctions and approvals as may be required from such

other authorities in this regard and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to the proposed voluntary delisting of the Equity Shares of the Company from MSEI through acquisition of up to **39,31,370** equity shares of face value of Rs. 10 each representing 87.34% of the total paid up equity shares of the Company held by public shareholders of the Company by the Promoters/Promoter Group of the Company (“Delisting Offer”).

RESOLVED FURTHER THAT the Board of Directors of the Company (‘the Board’), which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the power conferred on the Board under this resolution) be and is hereby authorized on behalf of the Company to do, either by themselves or through delegation to any person(s), as they may in their absolute discretion deem fit, all such

acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose and to make all necessary filings to facilitate the Delisting Offer in accordance with the conditions specified in the Delisting Regulations and the applicable provisions of the Companies Act, 2013, including making applications to the Stock Exchanges for seeking the in-principle and final approvals for the Delisting Offer and to execute all such deeds, documents or writings as are necessary or expedient to settle any questions, difficulties or doubts that may arise in this regard or delegate the aforesaid authority to any person or to engage any advisor, lawyer, consultant, agent or intermediary, as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby severally authorized to file applications, documents and other related correspondence as may be required before any regulatory authorities in connection with the said matter.

RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolution are hereby approved, ratified and confirmed in all respects.”

Summary of Result of Postal Ballot by remote e-voting and ballot areas follows:

As per the Report submitted by Mr. Aakash Goel ("Scrutinizer"), detail of voting as under:

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	569800	569800	100	569800	0	100	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		569800	100	569800	0	100	0.00
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	3931370	331000	8.42	331000	0	100	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		105200	2.68	105200	0	100	0
	Total		436200	11.10	436200	0	100	0.00
Total		4501170	1006000	22.35	1006000	0	100.00	0.00

DETAILS OF VOTING IN TERMS OF PROVISIONS OF REGULATION 11(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021 READ WITH REGULATION 8(1) (B) OF SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2009:

Particulars	No. of Postal Ballot Forms	No. of Equity Shares of Nominal Value of Rs. 10/- each (votes)	% of Votes
Total Valid Postal Ballots and E-votes received	08	1006000	100.00
Less: Promoters Shareholding	02	569800	56.64
Public Shareholding through Postal Ballots and E-votes received	06	436200	43.36
Assented to Resolution out of Public Shareholding	06	436200	43.36
Dissented to Resolution out of Public Shareholding	0	0	0

RESULTS:

Percentage of votes cast in favour (Public Shareholding): **43.36%** and Percentage of votes cast against (public shareholding): **0%**. Furthermore, the number of votes cast by Postal Ballot by Public Shareholders in favour of Special Resolution being greater than two times of the number of votes cast by the Public Shareholders against the Special Resolution and therefore, the requirement of the provisions of Regulation 11(4) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 read with Regulation 8(1) (b) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, is satisfied.

Hence, the Special Resolution as set forth in Item No. 1 of Postal Ballot Notice dated June 09, 2021 had been passed by the Shareholders with requisite majority on the last date of voting that is Thursday, July 15, 2021.

Annexure: Report issued by Mr. Aakash Goel, Proprietor of M/s G Aakash & Associates, Practicing Company Secretaries (“Scrutinizer”), Scrutinizer for the Postal Ballot process.

The e-voting results along with the Scrutinizers Report were displayed on the website of the Company and NSDL. Further, in terms of the The results were also communicated to the stock exchanges i.e. Metropolitan Stock Exchange of India Limited (MSEI), where the shares of the Company are presently listed.



CHAIRMAN

Dated: 16/07/2021
Place: New Delhi