


 <div style="text-align: right;"> <b>DCW LIMITED</b>          CIN: L24110GJ1939PLC000748          Regd. Office, Dhrangadhra - 365 315, Gujarat State.          Head Office - 3<sup>rd</sup> Floor, Nirmal, Nariman Point, Mumbai - 400021          Tel: 022-22871914 Fax: 022-22028839          Website: www.dcwlt.com E-Mail: legal@dcwlt.com       </div>		
<b>CORRIGENDUM TO THE NOTICE OF THE 81<sup>st</sup> Annual General Meeting ("AGM") of DCW LTD to be held on Tuesday, December 29, 2020 at 12:00 noon through Video Conference (VC) to transact the Ordinary and Special Business as set out in the Notice dated November 27, 2020</b>		
With reference to the Notice dated November 27, 2020 issued by the Company convening the 81 <sup>st</sup> Annual General Meeting of its Members on December 29, 2020 through VC at 12:00 noon the following corrections to be noted.		
1. At Page No. 153 of the Annual Report, Item No. 3 of the Notice convening the 81 <sup>st</sup> Annual General Meeting of its Members, below mentioned Para shall be read with after the first Para of the Resolution.		
<b>RESOLVED FURTHER THAT</b> the aforesaid resolution is in supersession of the previous resolution passed on February 27, 2020.		
2. At Page No. 154 of the Annual Report, Item No. 4 of the Notice convening the 81 <sup>st</sup> Annual General Meeting of its Members, below mentioned Para shall be read with after the first Para of the Resolution.		
<b>RESOLVED FURTHER THAT</b> the aforesaid resolution is in supersession of the previous resolution passed on February 27, 2020.		
3. Further, the content given at page no. 167 of the Annual Report in Explanatory Statement of Item No. 3 of the Notice convening the 81 <sup>st</sup> Annual General Meeting of its Members, shall be substituted as detailed below:		
<b>Heading</b>	<b>Disclosure (existing content as given in AGM Notice)</b>	<b>Disclosure (substituted content)</b>
Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue.  Provided that, if there is any listed company, mutual fund, scheduled commercial bank, insurance company registered with the Insurance Regulatory and Development Authority	Kotak Investment Advisors Limited  Kotak Investment Advisors Limited, is a subsidiary company of Kotak Mahindra Bank Limited being a company incorporated in India and registered with the Reserve Bank of India as a scheduled commercial bank, with corporate identification number U65990MH1994PLC077472 and having its registered office at 27 BKC, 7th Floor, Plot No. C-27, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051  Kotak Mahindra Bank Limited is a listed entity registered on National Stock Exchange India Limited and BSE Limited.	<b>Kotak Special Situations Fund ("Allottee"), a Category II Alternate Investment Fund registered under the SEBI (Alternative Investment Funds) Regulations, 2012, acting through its investment manager, Kotak Investment Advisors Limited.</b>  Kotak Investment Advisors Limited having corporate identification number U65990MH1994PLC077472 and having its registered office at 27 BKC, 7th Floor, Plot No. C-27, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051, is a subsidiary company of Kotak Mahindra Bank Limited having corporate identification number L65110MH1985PLC038137 being a company incorporated in India and registered with the Reserve Bank of India as a scheduled commercial bank.  Kotak Mahindra Bank Limited is a listed entity registered on National Stock Exchange India Limited and BSE Limited.
of India in the chain of ownership of the proposed allottee, no further disclosure will be necessary.		<b>Percentage of post preferential issue capital that may be held by Allottee upon the conversion of OGDs into equity shares will be upto 17.55 percent.</b>

For DCW Limited  
 s/-  
 Dilip Dargi  
 General Manager (legal) & Company Secretary

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not an assumption.**

**Inform your opinion with  
detailed analysis.**



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# J.K.Cotton Limited

CIN:U17111UP1924PLC000275

Registered Office: Kamla Tower, Kanpur 208 001, U.P., India Telephone: +91 512 2371478 - 81,  
Fax: +91 512 2332665 Email: [harshit@jkcotton.com](mailto:harshit@jkcotton.com) Website: [www.jkcotton.com](http://www.jkcotton.com)

## POSTAL BALLOT NOTICE

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020, in relation to 'clarification on passing of ordinary and special resolution by the Companies under the Act and the Rules made thereunder on account of the threat posed by COVID-19' and the General Circular No. 33/2020 dated September 28, 2020 in relation to extension of the framework provided in the aforementioned circulars up to December 31, 2020, issued by the Ministry of Corporate Affairs, Government of India (the 'MCA Circulars') and all other applicable Rules framed under the Act, including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force and as may be enacted hereinafter, to the members of the J. K. Cotton Limited (the "Company") seeking approval of members for the below mentioned resolutions as set out in the Postal Ballot Notice dated December 15, 2020 along with the Explanatory Statement (the 'Notice') by way of electronic means (i.e. remote e-voting).

Item No.	Description of the Resolution	Type of Resolution
1.	To make inter corporate investments, give loans and guarantees and to provide securities in excess of the limits prescribed in Section 186 of the Companies Act, 2013	Special Resolution
2.	Appointment of Shri Ashok Gupta as a Managing Director of the Company to hold office for a period of one year with effect from 10th November, 2020 upto 9th November, 2021	Ordinary Resolution

Due to difficulty in dispatch of the Notice along with the Explanatory Statement and Postal Ballot Form by post or courier, on account of threat posed by COVID-19 pandemic situation and as permitted under the MCA Circulars, the Company has completed the dispatch of the Postal Ballot Notice seeking approval of Members in respect of the resolutions contained in the Postal Ballot Notice by way of E-voting on December 18, 2020, electronically to all the members whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") on Friday, December 11, 2020, being the cut-off date ("Cut-off Date") for the purpose of remote e-voting. These documents will also be available on the website of the Company at [www.jkcotton.com](http://www.jkcotton.com) and on website of Central Depository Services (India) Ltd (CDSL) at [www.evotingindia.com](http://www.evotingindia.com). The Members, who have not registered their email address and as consequence may not receive the Notice, may get their email address registered with the RTA whereupon the member would get soft copy of the Notice and the procedure for remote e-voting along with the user ID and password to enable remote e-voting for the postal ballot.

Those members who have already registered their email addresses are requested to keep their email addresses validated with their Depositories/ Depository Participants / RTA to enable serving of Notice and documents electronically to their email address. The Board of Directors of the Company has appointed Mr. S. K. Gupta, Practicing Company Secretary (Membership No. F.C.S. 2589; CP No. 1920) as the Scrutinizer and Ms. Divya Saxena (Membership No. F.C.S. 5639; CP No. 5352), Practicing Company Secretary as the Alternate Scrutinizer for conducting the postal ballot (remote e-voting) process in a fair and transparent manner in accordance with the provisions of Rule 22 of the Companies (Management and Administration) Rules, 2014. As required under the Act and in accordance with the MCA Circulars, the Company has engaged the services of CDSL for providing remote e-voting facility to its members. The members of the Company are also hereby informed and requested to note that: (a) The members holding shares in physical mode or dematerialized mode can exercise their vote by electronic means only i.e. remote e-voting. The hard copy of the Notice along with postal ballot form and postage prepaid self-address business reply envelope to the members will not be sent to the members in accordance with the requirements specified under the MCA Circulars. The assent or dissent of the members on the resolutions mentioned in the Notice would only be taken through the remote e-voting systems as per MCA Circulars.

The remote e-voting will commence from 9.00 A.M. (IST) on Monday, 21st December, 2020 and shall end at 5.00 PM. (1ST) on Tuesday, 19th January, 2021. The e-voting facility shall be disabled thereafter. During the aforementioned voting period, the Members may cast their vote electronically by accessing the website [www.evotingindia.com](http://www.evotingindia.com) and logging in by using their user ID and password. The detailed procedure / instructions for remote e-voting are mentioned in the Postal Ballot Notice.

The voting rights of the members shall be in proportion to their share in the paid-up share capital of the Company as on the cut-off date i.e. Friday, 11th December, 2020. A person who is not a member as on the aforesaid date should treat this Notice for information purposes only. The Chairman / Authorised person of the Company shall declare the results of the Postal Ballot on or before Friday, 22nd January, 2021. The results along with the Scrutinizer's report will also be posted on the websites of the Company i.e. [www.jkcotton.com](http://www.jkcotton.com) and CDSL i.e. <https://www.evotingindia.com>. The Company will also display the results at its Registered Office.

Members who does not receive the Notice, may temporarily get their email address registered with the RTA, through email at [prabhat.mishra@jaykayenterprises.com](mailto:prabhat.mishra@jaykayenterprises.com) and [harshit@jkcotton.com](mailto:harshit@jkcotton.com) and follow the registration process as guided thereafter or may download the Notice from the website of the Company i.e. [www.jkcotton.com](http://www.jkcotton.com) as well as the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com). The Members whose e-mail addresses are not registered with the DPs or the Company / RTA, are requested to register their e-mail addresses, for obtaining login credentials, by following the instructions below:

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id at [harshit@jkcotton.com](mailto:harshit@jkcotton.com) or [investorservices@jaykayenterprises.com](mailto:investorservices@jaykayenterprises.com) respectively.
- For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id at [harshit@jkcotton.com](mailto:harshit@jkcotton.com) or [investorservices@jaykayenterprises.com](mailto:investorservices@jaykayenterprises.com) respectively.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). Further, any query in relation to the resolution proposed to be passed by postal ballot may be addressed to the Company Secretary of the Company at [harshit@jkcotton.com](mailto:harshit@jkcotton.com).

By Order of the Board

Sd/-

**HARSHIT GUNANI**  
COMPANY SECRETARY

Place : Kanpur  
Date : 18th December, 2020