



Coral India Finance And Housing Limited

**CIN:** L67190MH1995PLC084306

**Registered Office:** 04<sup>th</sup> Floor, Dalamal House, J.B. Marg, Nariman Point, Mumbai - 400 021

**Tel No:** 022 – 22820375 / 22822955 | **Fax:** 022 – 22825753

**Email:** [cs@coralhousing.in](mailto:cs@coralhousing.in) | **Website:** [www.coralhousing.in](http://www.coralhousing.in)

**POSTAL BALLOT NOTICE**

**(Pursuant to Section 110 of the Companies Act, 2013 and rules made thereunder)**

Dear Member(s),

Sub: Passing of Resolution by Postal Ballot

Notice is hereby given to the members of Coral India Finance and Housing Limited (the "Company") pursuant to Section 110 of the Companies Act, 2013 ('the Act') and other applicable provisions, if any, of the Act read together with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") including any statutory modifications, amendments or re-enactments thereof for the time being in force, and in accordance with Regulation 29 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement with the Stock Exchange as amended from time to time, the Company is seeking consent of its Members for the proposed following Special Resolution by way of Postal Ballot:

**CHANGE OF NAME OF COMPANY FROM CORAL INDIA FINANCE AND HOUSING LIMITED TO CORAL INDIA HOUSING LIMITED**

The proposed resolution, along with the explanatory statement pertaining to the aforesaid resolution setting out the material facts and the reason thereof are annexed hereto along with a postal ballot form (the "Form") for your consideration.

The Board of Directors of the Company (the "Board") has appointed Ms. Uma Lodha, Practicing Company Secretary (Membership No: F5363) as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

Members are requested to carefully read the instructions printed on the Form, record your assent (for) or dissent (against) through e-voting or by filling necessary details and affixing your signature at the designated place in the Form and return the same in original, duly completed in the enclosed self-addressed, postage pre-paid envelope (if posted in India) so as to reach the Scrutinizer not later than the close of working hours i.e. 5.00 p.m. on 27<sup>th</sup> March, 2016.

Upon completion of the scrutiny of the Forms, the Scrutinizer will submit her report to the Director of the Company or any other person authorized by the Board.

The result of the postal ballot would be announced by the Managing Director on 29<sup>th</sup> March, 2016 at the Registered office of the Company. The aforesaid result would be displayed at the Registered Office of the Company, intimated to the Bombay Stock Exchange and National Stock Exchange where shares of the Company are listed, published in the Newspapers and displayed along with the Scrutinizer's report on the Company's Website i.e. [www.coralhousing.in](http://www.coralhousing.in)

The Company is pleased to offer e-voting facility as an alternate to its Members to enable them to cast their vote electronically instead of dispatching Postal Ballot Form. E-Voting is optional. In case you desire to exercise your vote by using e-voting facility then you are required to carefully follow the instructions as given for e-voting printed on Postal Ballot Form.

**SPECIAL BUSINESS:**

**CHANGE OF NAME OF COMPANY FROM CORAL INDIA FINANCE AND HOUSING LIMITED TO CORAL INDIA HOUSING LIMITED**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Section 13, 14, 110 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management & Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, any other applicable law(s), regulation(s), policy(ies) or guideline(s), the provisions of the Memorandum and Articles of Association of the Company and the listing agreement entered into by the Company with the BSE Limited and NSE Limited and subject to the approval of the Registrar of Companies - Maharashtra, Mumbai (the "ROC") and other regulatory authorities, as may be applicable, consent of the Shareholders of the Company be and is hereby accorded to change the name of the Company from " **CORAL INDIA FINANCE AND HOUSING LIMITED** " to "**CORAL INDIA HOUSING LIMITED**";

**RESOLVED FURTHER THAT** post aforesaid approvals, the name "CORAL INDIA FINANCE AND HOUSING LIMITED" whereby occurs in the Memorandum and Articles of Association and other documents and papers of the Company be substituted by the name "CORAL INDIA HOUSING LIMITED";

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take necessary steps and to do all such acts, deeds and things as may be required from time to time to obtain the consent of the Registrar of Companies, Maharashtra, Mumbai and Fresh Certificate of Incorporation consequent on Change of Name of the Company."

**By order of the Board of Directors  
For Coral India Finance and Housing Limited**

**Date: 11<sup>th</sup> February, 2016**

**Place: Mumbai**

**Sd/-  
Navin B. Doshi  
Managing Director  
(DIN: 00232287)**

**Notes:**

1. Explanatory Statement and reasons for the proposed Special Business pursuant to Section 102(1) read with Section 110 of the Companies Act, 2013 are given hereunder.
2. All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours.
3. The notice is being sent to all the members by post / courier (and electronically by email to those members who have registered their email IDs with the Company), whose names appear in the Register of Members / Record of Depositories as on 19<sup>th</sup> February, 2016 and these will be considered for voting.
4. The dispatch of the Postal Ballot Notices will be completed by 26<sup>th</sup> February, 2016. The voting through Postal Ballot/e-voting will commence at 9.00 a.m on Saturday, 27<sup>th</sup> February, 2016 and end at 5.00 p.m on Sunday, 27<sup>th</sup> March, 2016.
5. A member who has not received the Postal Ballot Form may request the Company for a duplicate form. The Postal Ballot Form/duplicate Postal Ballot Form duly completed in all respects should reach the Scrutinizer before 5.00 P.M. on Sunday, 27<sup>th</sup> March, 2016. The Postal Ballot received after the said date will be treated as not having been received.
6. Resolutions passed by the members through Postal Ballots are deemed to have been passed effectively at a General Meeting of the Members. The Special Resolution shall be declared as passed, if the number of votes cast in favour of the Resolution is not less than three times the number of votes cast against the Resolution.
7. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has also extended e-voting facility as an alternate for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form.
8. The Board of Directors of the Company has appointed Ms. Uma Lodha, Company Secretary in Practice, Mumbai as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and to receive and scrutinize the completed ballot papers from the Members. After completion of her scrutiny, the Scrutinizer will submit her report to the Director of the Company.
9. The Resolution will be taken as passed effectively on the date of announcement of the result by the Director of the Company, if the result of the Postal Ballots indicates that the requisite majority of the Shareholders had assented to the Resolution. The result of the Postal Ballot will be declared on Tuesday, 29<sup>th</sup> March, 2016 at 11.00 A.M., at the Registered Office/Corporate Office of the Company. After declaration, the result of the Postal Ballot will also be posted on the Company's website i.e. [www.coralhousing.in](http://www.coralhousing.in) besides communicating the same to the Bombay Stock Exchange Limited and National Stock Exchange where the shares of the Company are listed.
10. The Postal Ballot form and the postage prepaid self-addressed business reply envelope are enclosed for use of members. Members are requested to carefully read the instructions printed on the backside of the Postal Ballot Form before exercising their vote.
11. The Company is extending its offer of e-voting facility as an alternate, for its Members to enable them to cast their vote electronically instead of dispatching Postal Ballot. The members have option to vote either through e-voting or through the physical Postal Ballot form. If a member opts for e-voting, then he/she should not vote by Postal Ballot also and vice-versa. However, in case members cast their vote, via physical Postal Ballot and e-voting, then voting through physical Postal Ballot shall prevail and voting done by e-voting shall be treated as invalid.

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on Saturday, 27<sup>th</sup> February, 2016 at 9.00A.M and ends on Sunday, 27<sup>th</sup> March, 2016 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19<sup>th</sup> February, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN</b>	Enter your 10 digit alpha-numeric * PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
<b>DOB</b>	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
<b>Dividend Bank Details</b>	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio in order to login. <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If any of the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv)</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <"CORAL INDIA FINANCE AND HOUSING LIMITED"> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Note for Non – Individual Shareholders and Custodians**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) 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). and the Compliance Officer of the Company i.e., Ms. Hirali Shah, 04<sup>th</sup> Floor, Dalamal House, J.B Marg, Nariman Point, Mumbai- 400 021, Tel. No. (022) 22822955 Fax No. : (022)22825753 ; E-mail: [cs@coralhousing.in](mailto:cs@coralhousing.in)

**Explanatory Statement  
(Pursuant to Sec.102 (1) of the Companies Act, 2013)**

**Change of name of company from Coral India Finance and Housing Limited to Coral India Housing Limited**

**The company proposes to change its name due to cancellation of Registration as Non- Banking Financial Institution vide order from Reserve Bank of India dated 11<sup>th</sup> September, 2014.** The Management believes that the proposed new name more clearly resembles the business activities of the Company.

The Company proposes to change the name of the Company from "**CORAL INDIA FINANCE AND HOUSING LIMITED TO CORAL INDIA HOUSING LIMITED**"

Accordingly, The Company has received the approval from the Registrar of Companies, Mumbai confirming the availability of the new name "**CORAL INDIA HOUSING LIMITED**". The Companies Act, 2013 requires the Company to obtain the approval of members by way of Special Resolution for the alteration of the Memorandum of Association of the Company in respect of change of name and consequential alteration in the Articles of Association. After obtaining the approval of Shareholders, an application will be made to the Registrar of Companies, for change of name of company and if approved, the name will be effective from the date of Registrar of Companies approval.

The Company has received in principal approval from Bombay Stock Exchange regarding change of name pursuant to Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Your Directors proposes to change of the name of the Company pursuant to section 13 and other applicable provisions thereof.

**In consideration of the above, your directors recommend passing of Special Resolution contained in the accompanying notice.**

**None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise in the proposed resolutions except to the extent of their shareholdings in the Company.**

The Directors consider the proposed Special Resolution in the interest of the Company and recommend the same for your approval by Postal Ballot through Physical Postal Ballot or through e-voting process, as the case may be, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for passing the Special Resolutions.

**By order of the Board of Directors  
For Coral India Finance and Housing Limited**

**Date: 11<sup>th</sup> February, 2016**

**Place: Mumbai**

**Sd/-  
Navin B. Doshi  
Managing Director  
(DIN: 00232287)**