

Bright Solar Limited

(Manufacturer, Consultant & EPC Contractor)

CIN : L51109GJ2010PLC060377

GST : 24AAECB0997L1ZE

PAN : AAECB0997L

TAN : AHMB05155D



Date: December 31, 2021

To,
National Stock Exchange of India Limited
Listing Department Exchange Plaza,
Plot no. C/1, G Block Sandra -Kurla Complex,
Sandra (East) Mumbai- 400 051, Maharashtra.

Dear Sir/Ma'am,

Sub: Submission of Notice of Postal Ballot

Ref: Bright Solar Limited (SYMBOL: - BRIGHT)

Please find enclosed herewith copy of the Notice of Postal Ballot of the Company dated December 28, 2021, sent through e-mail to the shareholders of the Company whose mail IDs were registered and physical copy to those whose Email Ids were not registered with RTA/Depository, today i.e. on December 31, 2021 seeking approval of the members of the Company through Postal Ballot for the resolution as mentioned in the notice of Postal Ballot.

The Company has provided remote e-voting facility/Voting through Physical Postal Ballot and has engaged the services of NSDL to provide remote e-voting facility to the Members of the Company.

Kindly take the same on your record and oblige us.

For, **BRIGHT SOLAR LIMITED**

SAHUL N JOTANIYA
Digitally signed by
SAHUL N JOTANIYA
Date: 2021.12.31
16:55:59 +05'30'

CS Sahul Jotaniya
Company secretary & Compliance officer
Mem No:- A43006

Encl:- A/a

BRIGHT SOLAR LIMITED

CIN: L51109GJ2010PLC060377

Registered Office: C-103, Titanium Square, Thaltej Cross Road,
S.G Highway, Thaltej, Ahmedabad-380059

Telephone: 079-48926868; **Website:** www.brightsolarltd.com; **E-mail:** compliance@brightsolar.co.in

POSTAL BALLOT NOTICE

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Dear Member(s),

Pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') (as amended from time to time) ('the rules'), Secretarial Standard-2 on General Meeting (the "SS-2"), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and other applicable laws and regulations and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), Notice is hereby given that the resolution appended to this notice is proposed to be passed by the members of Bright Solar Limited ("the Company") as Special Resolutions by means of Postal Ballot through remote electronic voting (remote e-voting). Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013 read with applicable regulations of SEBI (ICDR) Regulations, 2018, setting out the information and material facts, is appended herewith for your consideration.

According to Section 180(1)(a) of the Companies Act, 2013, sale, lease or otherwise disposal of the whole or substantially the whole of an undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking, requires the approval of the shareholders by way of a special resolution.

The Company is therefore seeking your consent for the said proposals as contained in the Special Resolution appended below. An Explanatory Statement pertaining to the Resolution setting out all material facts and the reasons for which such Resolution is proposed is also annexed.

In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 General Circular No. 10/2021 dated June 23, 2021, and No. 20/2021 dated December 08, 2021 (collectively, referred to as the "**MCA Circulars**") (the "MCA Circulars") read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, issued by SEBI and in view of the continuing COVID-19 pandemic requiring social distancing, companies were advised to take all decisions requiring members' approval, other than items of ordinary businesses or businesses where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Companies Act, 2013 and rules made there under, without holding a general meeting that requires physical presence of members at a common venue.

The Members who have their email ids registered with the Company, shall avail remote e-voting facility. Further, the facility of physical voting option through Postal Ballot papers will be provided to the Members who have not registered their email ids considering the relaxations given in this regard. However, the Members have an option to cast their vote either by sending postal ballot form to the Scrutiniser or through remote e-voting facility provided.

The Board of Directors of the Company now proposes to obtain the consent of the shareholders by way of Postal Ballot for the matters as considered in the Resolution appended below. Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013, setting out the information and material facts, is appended herewith for your consideration.

Members who have not registered their email ids and who get the Physical Notice and Form:

You are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed in the attached self-addressed postage pre-paid envelope so as to reach the Scrutinizer on or before the close of working hours i.e. 5.00 P.M. on, Sunday, January 30, 2022.

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Members who have registered their email ids:

Members may note that, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, The Company has engaged the services of National Security Depository Limited (NSDL) to provide remote e-voting facility to the Members of the Company. Accordingly, the Company is providing e-voting facility for the Postal Ballot, which would enable the members who have registered their email ids, to cast their votes electronically.

An explanatory statement pursuant to Section 102 of the Companies Act and other applicable legal provisions, pertaining to the said resolution setting out the material facts and the reasons thereof, is also appended. The said resolution and explanatory statement are being sent to you for your consideration. Only members of the Company as on **Friday, December 24, 2021, (i.e., the cut-off date)** are entitled to vote, and any other person who is not a member of the Company shall treat this Notice for information purposes only.

The remote e-voting facility is available at the link: <https://www.evoting.nsdl.com> from **Saturday, January 01, 2022 (09:00 A.M.) and will end on Sunday, January 30, 2022 (05:00 P.M.)**. Please refer to the instructions for casting votes through remote e-voting given in this Notice and the manner in which e-voting has to be carried out. Only members entitled to vote are entitled to vote through the remote e-voting facility provided the Company through NSDL e-Voting system.

The board of directors of the company has appointed M/s SCS and Co LLP, Firm of Practicing Company Secretaries (Firm Unique Code: -L2020GJ008700) as Scrutinizer (hereinafter referred to as the "Scrutinizer") for conducting postal ballot/e-voting process in a fair and transparent manner.

The scrutinizer will submit the report to the Chairman or the Company Secretary of the Company after the completion of scrutiny of votes recorded through remote e-voting or Postal Ballot Forms. The results of voting by means of remote e-voting will be announced on or before Tuesday, February 01, 2022 at the Registered Office of the Company and also by placing the same on the company's website -: www.brightsolarltd.com and communicated on the same day to stock exchange, registrar and share transfer agent and e-voting agency.

**By Order of The Board Of Directors,
Bright Solar Limited**

**Sd/-
Piyushkumar Thumar
Managing Director
DIN: 02785269**

Place: Ahmedabad
Date: December 28, 2021

SPECIAL BUSINESS

ITEM NO. 1:

TO CONSIDER AND APPROVAL OF SALE OF UNDERTAKING OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013:

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 180(1)(a) and Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 and any other applicable provisions if any, of Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force) and the Memorandum and Articles of Association of the Company and subject to compliance of all applicable laws and regulations and such permissions, approvals, consents and sanctions as may be necessary from the concerned/statutory authorities and subject to such other terms and conditions as may be imposed by them, the consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to "the Board" which term shall be deemed to include any duly constituted Committee thereof) to sell Company's immovable properties measuring an area of 18,209 Sq. Mtr situated at Khata No. 338, Survey No: 415-1, Village: Fagvel, Ta: Kathlal, Dist: Kheda, State: Gujarat and sale of Shop No. S/8 and S/9 admeasuring an area of 225-27 Sq. Mtr situated at Jay Complex, Nr, Gandhi Baug, Amreli, Gujarat to any prospective buyer, in such manner/arrangements, for consideration as the Board may consider appropriate, on such terms and conditions and with effect from such date as may be decided by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to finalise and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the Undertaking as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any Officers of the Company, with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments."

**BY ORDER OF THE BOARD OF DIRECTORS,
BRIGHT SOLAR LIMITED**

**SD/-
PIYUSHKUMAR THUMAR
MANAGING DIRECTOR
DIN: 02785269**

Place: Ahmedabad
Date: December 28, 2021

Notes:

1. Pursuant to Section 102(1) of the Companies Act 2013 and Secretarial Standard 2 on General Meeting, an explanatory Statement setting out material facts relating to the proposed resolutions are appended to this notice.
2. In compliance with the provisions of Sections 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility to all members of the Company. The Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating remote e-voting.
3. This notice is sent to all the Members whose names appear in the Register of Members / Record of Depositories as on **Friday, December 24, 2021**. Voting rights shall be reckoned in proportion to the number of shares registered in the name(s) of Members as on **Friday, December 24, 2021**. Member who does not

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receive the postal ballot notice may send an email to compliance@brightsolar.co.in or may apply to NSDL at evoting@nsdl.co.in and obtain a copy of postal ballot notice. The copy of postal ballot notice may also be downloaded from website of Company at www.brightsolarltd.com and website of e-Voting Agency at www.evoting.nsdl.com.

4. The Company is sending the Notice electronically to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company's Registrar and Share Transfer Agent i.e., Accurate Securities and Registry Private Limited (Accurate). Physical copy of the Notice and Postal Ballot Form are being sent to those members who have not registered their e-mail address with the Company or the Depository Participant(s) along with postage prepaid self-addressed Business Reply Envelope ('BRE'). Accordingly, the communication on Assent or Dissent of the Members will take place through remote e-voting system and physical mode by shareholders whose email-ids are not available with the company / Registrar / Depository Participant or upon receipt of specific request by a Member. The Shareholders are requested to note that in terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
5. In accordance with the MCA Circulars, to facilitate remote e-voting & receipt of notice in Electronic mode by shareholders who have not yet registered their email address with Company/ Depository Participant, the Company has made special arrangement with NSDL for registration of email addresses in terms of the General Circular No. 17/2020 issued by the Ministry of Corporate Affairs dated April 13, 2020. The process for registration of email addresses is as under:
 - (a) In case shares are held in physical mode, please provide 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 compliance@brightsolar.co.in.
 - (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 compliance@brightsolar.co.in.
 - (c) Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
6. Any query/grievance may please be addressed to Mr. Sahul Natvarbhai Jotaniya, Company Secretary with respect to the voting by remote electronic means at: Email id: compliance@brightsolar.co.in or to NSDL at evoting@nsdl.co.in.
7. The members have to vote through remote e-voting platform only.
8. The Portal for remote E-voting will remain open for the Members for exercising their remote e-voting during **Saturday, January 01, 2022 (09:00 A.M.) and will end on Sunday, January 30, 2022 (05:00 P.M.) (Both days inclusive)**. During this period, the Members of the Company holding equity shares either in physical form or dematerialised form, as on **Friday, December 24, 2021('cut-off date')**, may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again. Please note that remote E-voting module shall be disabled for voting by NSDL after the last date and time.
9. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.
10. The Scrutinizer's decision on the validity of the voting shall be final.
11. A copy of the Postal Ballot Notice is also available on the website of the Company viz. www.brightsolarltd.com and e-voting website viz. www.evoting.nsdl.com and at the corporate announcement section of the website of the NSE Limited on which the equity shares of the Company are currently listed.
12. The Board of Directors have appointed M/s SCS and Co LLP, Firm of Practicing Company Secretaries(Firm Unique Code:-L2020GJ008700) as Scrutinizer for conducting the Postal Ballot and remote e-voting process in a fair and transparent manner and to receive and scrutinize the votes received through remote e-voting

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platform. After completion of the scrutiny of votes received, the scrutinizer will submit the report to the Chairman of the Company.

13. The Resolution will be taken as passed effectively on **Sunday, January 30, 2022** being last date for voting, if the result of the voting indicates that the requisite votes, as required for Special Resolutions, had received assent to the Resolution. The result of the voting will be declared on or before **Tuesday, February 01, 2022** at the Registered Office of the Company. The result of the voting will also be posted on the Company's website www.brightsolarltd.com; and communicated on the same day to stock exchange, registrar and share transfer agent and e-voting agency.
14. Resolution approved by the members through Postal Ballots /remote e-voting are deemed to have been passed effectively at a General Meeting of the Members.

INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING

The remote e-voting period begins on **Saturday, January 01, 2022 at 09:00 A.M.** and ends on **Sunday, January 30, 2022 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **cut-off date i.e. Friday, December 24, 2021** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, December 24, 2021**.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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Individual Shareholders holding securities in demat mode with CDSL	- Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. - After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scsandcollp@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

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Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 compliance@brightsolar.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 compliance@brightsolar.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

BRIGHT SOLAR LIMITED

CIN: L51109GJ2010PLC060377

Registered Office: C-103, Titanium Square, Thaltej Cross Road,
S.G Highway, Thaltej, Ahmedabad-380059**Telephone:** 079-48926868; **Website:** www.brightsolarltd.com; **E-mail:** compliance@brightsolar.co.in**EXPLANATORY STATEMENT***(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard 2 on General Meetings)***ITEM NO. 1:****TO CONSIDER AND APPROVAL OF SALE OF UNDERTAKING OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013:**

Pursuant to explanation to clause (a) in sub-section (1) of Section 180 of the Act an "Undertaking" shall mean an undertaking in which the investment of the Company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the Company during the previous financial year.

The net worth of the Company as on 31st March, 2021 is Rs. 3816.75 Lakhs (Rupees Thirty Eighty Crores Sixteen Lakhs and Seventy Five Thousand) out of which the investment in the land admeasuring area about 18,209 Sq. Mtr situated at Khata No. 338, Survey No: 415-1, Village: Fagvel, Ta: Kathlal, Dist: Kheda, State: Gujarat (herein after referred as "Land") is Rs. 3,82,02,500 (Rupees Three Crores Eighty Two Lakhs Two Thousand Five Hundred Only) and Shop No. S/8 and S/9 admeasuring an area of 225-27 Sq. Mtr including furniture situated at Jay Complex, Nr, Gandhi Baug, Amreli Gujarat (herein after referred as "SHOP") is of Rs. 47,00,424 (Rupees Forty Seven Lakhs Four Hundred and Twenty Four Only) as per its book value as on 31st March, 2021 and realizable market value of land is approx. Rs. 1,24,00,000 (Rupees One Crores Twenty Four Lakhs) and shop including furniture is approx. Rs. 34,00,000 (Rupees Thirty Four Lakhs Only). Although, the total investment of the Company in the land and shop including furniture (herein after together referred as an "undertaking") does not exceeds twenty percent of its net worth as per audited balance sheet of the preceding financial year nor undertaking generates twenty per cent. of the total income of the company during the previous financial year but our Board of Directors considered the sale of land and shop including furniture as material event and voluntary seeks your approval as they are placed for sale at a price less than a book value at an approx. price of Rs. Rs. 1,24,00,000 (Rupees One Crores Twenty Four Lakhs) and Rs. 34,00,000 (Rupees Thirty Four Lakhs Only) respectively (herein in after referred as "sale of an undertaking"). The details are as under:

Particulars of Undertakings	Book Value as at March 31, 2021 (In Rs.)	Approx Realizable value (Placed for sale) In Rs.	Tentative Loss to Company In Rs.
Land	Rs. 3, 82,02,500	Rs. 1,24,00,000 (Rupees One Crores Twenty Four Lakhs)	(Rs. 2,58,02,500) (Rupees Two Crores Fifty Eight Lakhs Two Thousand Five Hundred)
Shop Including Furniture	Rs. 47,00,424	Rs. 34,00,000 (Rupees Thirty Four Lakhs Only)	(Rs. 13,00,424) (Rupees Thirteen Lakhs Four Hundred and Twenty Four Only)

The Company is in possession of land admeasuring area about 18,209 Sq. Mtr situated at Khata No. 338, Survey No: 415-1, Village: Fagvel, Ta: Kathlal, Dist: Kheda, State: Gujarat and Shop No. S/8 and S/9 admeasuring an area of 225-27 Sq. Mtr situated at Jay Complex, Nr, Gandhi Baug, Amreli Gujarat. Our Company has bought the land from Mrs. Naynaben Patel (wife of our Promoter Mr. Piyushkumar Thumar) in the year 2018, for setting up Solar PV Modules/Panels manufacturing unit however, our company has not commenced the project on the said land. Now, our Company in order to strengthen its financial stability and viability, it is proposed to sell the land of the Company at a price realizable towards land approx. Rs. Rs. 1,24,00,000 (Rupees One Crores Twenty Four Lakhs) and shop including furniture approx. Rs. 34,00,000 (Rupees Thirty Four Lakhs Only) as an "undertaking" under the provisions of Section 180 (1) (a) of the Act as the same is not required for the operations of the Company in near future. The Board has proposed to sell the land and shop at the market price or at mutually agreed price in the best interest of the Company.

The above undertakings are not sold to any of the related party of our promoters/Directors of Company.

Although Sale of above undertaking is not exceeding twenty percent of its net worth as per audited balance sheet of the preceding financial year nor undertaking generates twenty per cent. of the total income of the company

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during the previous financial year our board of directors consider as material event and voluntary seeks approval from the Members of the Company by way of Special Resolution in terms of Section 180 of the Act. Further, in terms of Section 110 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, the approval of the Members is required to be obtained by way of Postal Ballot. The Company is also required to provide E-voting facility to its Members in respect of all Members' resolutions.

The Board of Directors of the Company has accorded its approval at its meeting held on **December 28, 2021** for sale of land and shop including furniture as an "undertaking" pursuant to the provisions of Section 180 (1) (a) of the Act, subject to the requisite approval by the Members and of the appropriate statutory authorities.

The Board is of the opinion that the aforesaid resolution is in the best interest of the Company and its Members and hence, recommends Special Resolution for your approval.

None of the Directors or Key Managerial Personnel and their relatives are interested / concerned or deemed to be interested / concerned, financially or otherwise, in the above resolution.

**By order of the Board of Directors,
BRIGHT SOLAR LIMITED**

**SD/-
PIYUSHKUMAR THUMAR
MANAGING DIRECTOR
DIN: 02785269**

Place: Ahmedabad

Date: December 28, 2021

BRIGHT SOLAR LIMITED**CIN:** L51109GJ2010PLC060377**Registered Office:** C-103, Titanium Square, Thaltej Cross Road,
S.G Highway, Thaltej, Ahmedabad-380059**Telephone:** 079-48926868; **Website:** www.brightsolarltd.com; **E-mail:** compliance@brightsolar.co.in**POSTAL BALLOT FORM****Sr. No.:****Folio No. :****No. of Share(s) held :****Joint Holder 1:****Joint Holder 2:**

I/we hereby exercise my/ our vote in respect of the resolution to be passed through Ballot for the business stated in the Notice of the Company Dated December 28, 2021, by sending my /our assent or dissent to the said resolution

Item No.	Description	No. of Shares	Please mark the tick(✓) against assent or (X) dissent as the case may be in the box below	
			I/We assent to the Resolution(For)	I/We dissent to the resolution (Against)
1	Special Resolution to consider and approval of sale of undertaking of the company under section 180(1)(a) of the companies act,2013			

Date:**Place:****Signature of the Member**

ELECTRONIC VOTING PARTICULARS		
EVEN (E-voting Event Number)	USER ID	PAN/DEFAULT PAN / SEQUENCE NO

Note:

1. If the voting rights are exercised electronically, there is no need to use this form. Please read the instructions carefully printed overleaf before exercising the vote and return this form to the scrutinizer by using the enclosed postage pre-paid self-addressed envelope.
2. Last date for receipt of postal ballot form by Scrutinizer is Sunday, January 30, 2022, up to 5.00 P.M. Please read the instructions printed overleaf carefully before completing this form.
3. The instructions for members for voting are mentioned in the Postal Ballot Notice dated 28th December, 2021.

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INSTRUCTIONS

Member(s) can opt only one mode for voting i.e. either by Physical Ballot or remote e-voting. In case you are opting for e-voting, then do not vote by physical ballot also and vice-versa. However, in case member(s) cast their vote both by Physical Ballot & e-voting, then voting done through e-Voting shall prevail and voting done by Postal Ballot shall be treated as invalid.

1. A member desiring to exercise his vote by Postal Ballot may complete this postal Ballot Form and send it to the Scrutinizer in the attached self-addressed Business Reply Envelope before 5.00 p.m. of Sunday, January 30, 2022. The postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted.

2. The self-addressed Business reply envelope is addressed to the Scrutinizer appointed by the Board of the Company.

3. The members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the scrutinizer not later than the date specified in point (1) above.

4. The postal Ballot form must be completed and signed by the member as per the specimen signature registered with the company/Depository participant.

5. Incomplete/Unsigned and incorrect postal Ballot form will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.

6. In case the shares are held by Body Corporate/ trust, the duly completed Postal Ballot form should be accompanied by a certified true copy of the Board Resolution/ authorization together with the attested specimen signature of the authorised signatories.

Ms. Anjali Sangtani, Partner of M/s SCS and Co LLP, Ahmedabad (Firm Unique Code:-L2020GJ008700) Practicing Company Secretary (CP No. 23630), has been appointed as the Scrutinizer to scrutinize the Postal Ballots/voting through electronic means. Members are requested to notify immediately any change in their address and E - Mail ID to their respective Depository Participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Company to Accurate Securities & Registry Private Limited, 203, Shangrila Arcade, Above Samsung Showroom, Near Shyamal Cross Road, Satellite, Ahmedabad- 380015

Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office and on the website of the Company from Saturday, January 1, 2022 up to Saturday, January 29, 2022 on all workings days (except Saturday, Sundays & Public Holidays).

7. Members holding shares in demat form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service [NECS], Electronic Clearing Services [ECS] mandates, nominations, power of attorneys, change in address, change of name, email address, contact numbers, etc. to their Depository Participant [DP]. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agents to provide efficient and better services.

Members holding shares in physical form are requested to intimate such changes to the Registrar and Share Transfer Agent of the Company to Accurate Securities & Registry Private Limited.

8. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Circulars, etc. from the Company electronically.