

## SUUMAYA LIFESTYLE LIMITED

**Registered Office:** Gala No.5F/D, Malad Industrial Units, Co-op Soc Ltd

Kachpada, Ramchandra Lane Extension, Malad (W) Mumbai - 400064.

CIN: L70102MH2011PLC220879 Tel. No. 022-49712098

**Email ID:** [cs@suumayalifestyle.com](mailto:cs@suumayalifestyle.com) | **Website:** [www.suumayalifestyle.com](http://www.suumayalifestyle.com)

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### **CORRIGENDUM TO THE POSTAL BALLOT NOTICE DATED OCTOBER 15, 2020**

To,  
The Equity Shareholders of **Suumaya Lifestyle Limited**

Dear Shareholders,

In continuation to the Postal Ballot Notice dated October 15, 2020 sent to Members of Suumaya Lifestyle Limited, please consider the below modifications / clarifications in Item no 2 and their respective explanatory statements contained in the Postal Ballot Notice. The Board of Directors on October 15, 2020 have approved issue of convertibles warrants to two persons from promoter group. However due to an inadvertent error, the details of issue to one of the person from promoter group was missed, which is now proposed to be rectified by issuing Corrigendum to Postal ballot.

On and from the date hereof, the Postal Ballot Notice shall always be read in conjunction with this corrigendum (“**Corrigendum**”) which is also being uploaded on the website of the Company at [www.suumayalifestyle.com](http://www.suumayalifestyle.com) and on the website of Central Depository Services (India) Limited at [www.cdslindia.com](http://www.cdslindia.com) and Stock Exchange i.e. [www.nseindia.com](http://www.nseindia.com)

**Please note:**

Shareholders who have not voted are required to vote by logging in on [www.evotingindia.com](http://www.evotingindia.com). However, Shareholders who have already voted before the issue of this corrigendum notice, have the option to give their assent or dissent by sending duly filled postal ballot form (sent to the shareholders along with this Corrigendum) to the Scrutinizer on below address:

RA Gala & Associates, Practising Company Secretaries, 14, 2<sup>nd</sup> Floor, New Mother India, Jai Jawan Lane, Daftary Road, Malad (East), Mumbai 400097

All other contents of the Postal Ballot Notice, save and except as amended / clarified by this Corrigendum, shall remain unchanged.

Sr. No	Content of Resolutions / Explanatory Statement in the Notice	Modifications / Clarifications made																												
1.	<p><b>ITEM NO. 2 –</b></p> <p><b>Heading</b></p> <p><b>ISSUANCE OF UPTO 73,38,000 CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS TO THE PERSON BELONGING TO PROMOTER CATEGORY.</b></p> <p><b>Resolution Pg No. 3:</b></p> <p>....issue and allot up to 73,38,000 convertible warrants.....</p> <table border="1" data-bbox="218 683 1087 824"> <thead> <tr> <th>Sr. No</th> <th>Name of Proposed Allotee</th> <th>Number of warrants</th> <th>Category</th> </tr> </thead> <tbody> <tr> <td>1)</td> <td>Mr. Ushik Gala</td> <td>73,38,000</td> <td>Promoter</td> </tr> <tr> <td></td> <td><b>Total</b></td> <td><b>73,38,000</b></td> <td></td> </tr> </tbody> </table>	Sr. No	Name of Proposed Allotee	Number of warrants	Category	1)	Mr. Ushik Gala	73,38,000	Promoter		<b>Total</b>	<b>73,38,000</b>		<p><b>ITEM NO. 2 –</b></p> <p><b>Heading</b></p> <p><b>ISSUANCE OF UPTO 98,00,000 CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS TO THE PERSON BELONGING TO PROMOTER CATEGORY.</b></p> <p><b>Resolution Pg No. 3:</b></p> <p>....issue and allot up to 98,00,000 convertible warrants.....</p> <table border="1" data-bbox="1106 683 2003 857"> <thead> <tr> <th>Sr. No</th> <th>Name of Proposed Allotee</th> <th>Number of warrants</th> <th>Category</th> </tr> </thead> <tbody> <tr> <td>1)</td> <td>Mr. Ushik Gala</td> <td>73,38,000</td> <td>Promoter</td> </tr> <tr> <td>2)</td> <td>Ms. Ishita Gala</td> <td>24,62,000</td> <td>Promoter</td> </tr> <tr> <td></td> <td><b>Total</b></td> <td><b>98,00,000</b></td> <td></td> </tr> </tbody> </table>	Sr. No	Name of Proposed Allotee	Number of warrants	Category	1)	Mr. Ushik Gala	73,38,000	Promoter	2)	Ms. Ishita Gala	24,62,000	Promoter		<b>Total</b>	<b>98,00,000</b>	
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1)	Mr. Ushik Gala	73,38,000	Promoter																											
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1)	Mr. Ushik Gala	73,38,000	Promoter																											
2)	Ms. Ishita Gala	24,62,000	Promoter																											
	<b>Total</b>	<b>98,00,000</b>																												
2.	<p><b>IN EXPLANATORY STATEMENT ITEM NO 2</b></p> <p>The Special Resolution contained in Item No. 2 of the Notice, has been proposed pursuant to the provisions of Section 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant rules framed thereunder and in accordance with the applicable guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), to issue and allot up to 73,38,000 (Seventy Three Lakhs Thirty Eight Thousand) Convertible Warrants on preferential basis to Mr. Ushik Gala, under Promoter Group Category.</p>	<p><b>IN EXPLANATORY STATEMENT ITEM NO 2</b></p> <p>The Special Resolution contained in Item No. 2 of the Notice, has been proposed pursuant to the provisions of Section 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant rules framed thereunder and in accordance with the applicable guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), to issue and allot up to 98,00,000 (Ninety Eight Lakhs) Convertible Warrants on preferential basis to Mr. Ushik Gala (upto 73,38,000 warrants) and Ms. Ishita Gala (24,62,000 warrants), under Promoter Group Category.</p>																												
3.	<p><b>IN EXPLANATORY STATEMENT ITEM NO 2</b></p> <p><b>5. Intention of Promoters, Directors or Key Managerial Personnel(s) of the Company to subscribe the offer:</b></p>	<p><b>IN EXPLANATORY STATEMENT ITEM NO 2</b></p> <p><b>5. Intention of Promoters, Directors or Key Managerial Personnel(s) of the Company to subscribe the offer:</b></p>																												

	The Convertible Warrants shall be offered to Mr. Ushik Gala, Executive Director and Chairman of the Company and he has indicated its intention to subscribe to the Preferential Allotment.						The Convertible Warrants shall be offered to Mr. Ushik Gala, Executive Director and Chairman and Ms. Ishita Gala, Managing Director of the Company and they have indicated their intention to subscribe to the Preferential Allotment.							
<b>4.</b>	<b>IN EXPLANATORY STATEMENT ITEM NO 2</b>						<b>IN EXPLANATORY STATEMENT ITEM NO 2</b>							
	<b>7. The name of the proposed allottees of the issue and the percentage of post preferential issue capital that may be held by them:</b>						<b>7. The name of the proposed allottees of the issue and the percentage of post preferential issue capital that may be held by them:</b>							
	<b>Name, of the proposed Allottees</b>	<b>Natural person who are the Ultimate Beneficial Owner/ who control the Proposed Allottees</b>	<b>Pre-Issue Shareholding</b>		<b>Post Issue Shareholding</b>		<b>Change in Control if any, in the Issuer consequent to Preferential Issue</b>	<b>Name, of the proposed Allottees</b>	<b>Natural person who are the Ultimate Beneficial Owner/ who control the Proposed Allottees</b>	<b>Pre-Issue Shareholding</b>		<b>Post Issue Shareholding</b>		<b>Change in Control if any, in the Issuer consequent to Preferential Issue</b>
			<b>No of Shares</b>	<b>%</b>	<b>No of Shares</b>	<b>%</b>				<b>No of Shares</b>	<b>%</b>	<b>No of Shares</b>	<b>%</b>	
	Ushik Gala	Not Applicable	3,02,000	1.26	76,40,000	24.39	The allottee forms part of the Promoter/ Promoter Group, hence no change	Ushik Gala	Not Applicable	3,02,000	1.26	76,40,000	22.60	The allottee forms part of the Promoter/ Promoter Group, hence no change
								Ishita Gala	Not Applicable	19,03,500	7.93	43,65,500	12.91	
<b>5.</b>	<b>IN EXPLANATORY STATEMENT ITEM NO 2</b>						<b>IN EXPLANATORY STATEMENT ITEM NO 2</b>							
	<b>Other Disclosures</b>						<b>Other Disclosures</b>							
	In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations,						In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations,							

	approval of the Members for issue and allotment of the said Convertible Warrants to Mr. Ushik Gala, Executive Director and Chairman and is being sought by way of a special resolution as set out in the said item of the Notice.	approval of the Members for issue and allotment of the said Convertible Warrants to Mr. Ushik Gala, Executive Director and Chairman and Ms. Ishita Gala, Managing Director is being sought by way of a special resolution as set out in the said item of the Notice.
<b>6.</b>	<b>IN EXPLANATORY STATEMENT ITEM NO 2</b>  None of the Directors, Key Managerial Personnel or their respective relatives, other than Mr. Ushik Gala, Executive Director and Chairman are concerned or interested, financially or otherwise in the resolution, except to the extent of their shareholding in the Company	<b>IN EXPLANATORY STATEMENT ITEM NO 2</b>  None of the Directors, Key Managerial Personnel or their respective relatives, other than Mr. Ushik Gala, Executive Director and Chairman and Ms. Ishita Gala, Managing Director are concerned or interested, financially or otherwise in the resolution, except to the extent of their shareholding in the Company

## **12. Shareholding Pattern**

### **Annexure I of the Postal Ballot Notice**

The shareholding pattern of the Company before and after the proposed Preference Allotment as follows:

Sl. No.	Category	Pre-issue Shareholding		Post issue Shareholding*	
		No. of Equity Shares	% of shareholding	No. of Equity Shares	% of shareholding
<b>A</b>	<b>Promoters and Promoter Group Holding</b>				
<b>1</b>	<b>Indian Promoters / Promoter Group:</b>				
	Individuals / HUF	27,77,500	11.57	1,25,77,500	37.20
	Bodies Corporate	48,60,000	20.24	48,60,000	14.38
	<b>Sub Total</b>	<b>76,37,500</b>	<b>31.81</b>	<b>1,74,37,500</b>	<b>51.58</b>
<b>2</b>	Foreign Promoters / Promoter Group:	-	-	-	-
	<b>Sub Total (A)</b>	<b>76,37,500</b>	<b>31.81</b>	<b>1,74,37,500</b>	<b>51.58</b>
<b>B</b>	<b>Public Shareholders</b>				
<b>B1</b>	<b>Institutional Investors</b>				
	Mutual Funds	-	-	-	-
	Venture Capital Fund	-	-	-	-
	Alternate Investment Funds	-	-	-	-
	Foreign Portfolio Investor (Corporate)	-	-	-	-
	Financial Institutions / Banks	-	-	-	-
	Insurance Companies	-	-	-	-

Sl. No.	Category	Pre-issue Shareholding		Post issue Shareholding*	
		No. of Equity Shares	% of shareholding	No. of Equity Shares	% of shareholding
	<b>Sub Total (B1)</b>	-	-	-	-
<b>B2</b>	<b>Non-Institutional Investors</b>				
	Individuals	83,99,500	34.99	83,99,500	24.84
	Bodies Corporate	61,68,425	25.69	61,68,425	18.25
	Non-Resident Indians (Repatriable)	-	-	-	-
	Non-Resident Indians (Non-Repatriable)	1,00,000	0.42	1,00,000	0.30
	Clearing Member	8,61,075	3.59	8,61,075	2.55
	Directors and relatives	-	-	-	-
	Trust	-	-	-	-
	NBFC	-	-	-	-
	Foreign National	-	-	-	-
	Hindu Undivided Family	8,41,500	3.51	8,41,500	2.49
	Foreign Portfolio Investor (Individual)	-	-	-	-
	<b>Sub Total (B2)</b>	<b>1,63,70,500</b>	<b>68.19</b>	<b>1,63,70,500</b>	<b>48.42</b>
	<b>Grand Total (A+B1+B2)</b>	<b>2,40,08,000</b>	<b>100.00</b>	<b>3,38,08,000</b>	<b>100.00</b>

Notes:

*The Company does not have any Convertible Warrants as on October 16, 2020. Hence pre issue shareholding pattern of Convertible Warrants is not provided.*

*\*The shareholding post exercise of Warrants as shown above is calculated assuming full exercise of Warrants into the Equity Shares of the Company.*

The Change proposed in this corrigendum notice is in no way resulting change in any management control. This corrigendum should be read in continuation of and in conjunction with the Postal Ballot notice dated 15<sup>th</sup> October, 2020 read along with corrigendum notice issued dated 11<sup>th</sup> November, 2020.

For any queries/grievances, regarding the corrigendum to the Notice of Postal Ballot, please contact CS Heena Shah, Company Secretary and Compliance Officer at phone : 022 49712096 or email at [cs@suumayalifestyle.com](mailto:cs@suumayalifestyle.com).

**Dated : November 11, 2020**

**For Suumaya Lifestyle Limited**

**Place : Mumbai**

**Sd/-  
CS Heena Shah  
Company Secretary and Compliance Officer**

