

**SAT
INDUSTRIES
LIMITED**

41, B-Wing, 4th Floor,
Mittal Tower, Nariman Point,
Mumbai - 400 021. (INDIA)
Phone : 91 22 6610 7025
Phone : 91 22 6637 2073
Fax : 91 22 6610 7027
Email : sil@mtnl.net.in
Website : www.satgroup.in
CIN : L25199MI11984PLC034632

Global Business



SIL/BSE/2016-2017

05-08-2016

The General Manager,
Department of Corporate Services,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

Company Code No.: 511076

Dear Sir,

Sub.: Postal Ballot Notice.

We enclose herewith Postal ballot notice dated 03/08/2016.

Kindly take on record.

Thanking you,

Yours faithfully,
For **SAT INDUSTRIES LIMITED**

Alka Gupta

Alka Gupta
Company Secretary



SAT INDUSTRIES LIMITED

CIN: L25199MH1984PLC034632

41 B- Wing, Mittal Tower, Nariman Point, Mumbai -400 021

Phone: 022 - 6610 7025 Fax.No: 022- 6610 7027

Email: sil@mtnl.net.in., website: www.satgroup.in

POSTAL BALLOT NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013

TO THE MEMBERS OF THE COMPANY

Notice pursuant to Section 110 of the Companies Act, 2013

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read together with the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, that the Resolutions appended below are proposed to be passed as Special / Ordinary Resolutions by way of Postal Ballot/ e-Voting. The Explanatory Statement pertaining to the said Resolutions setting out the material facts concerning each item and the reasons thereof is annexed hereto along with a Postal Ballot form (the "Form") for your consideration.

The Board of Directors has appointed Mr. Dinesh M Jain, Chartered Accountant, Mumbai as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

You are requested to carefully read the instructions printed on the Form, record your assent (for) or dissent (against) therein and return the same in original duly completed in the attached 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 September 6, 2016.

Members desiring to opt for e-voting as per facilities arranged by the Company are requested to read the notes to the Notice and instructions overleaf the Form.

Upon completion of the scrutiny of the Forms, the Scrutinizer will submit his report to the Chairman/Director.

The result of the Postal Ballot would be announced by a Director or the Company Secretary of the Company on September 8, 2016 at 5.00 p.m. at the Registered Office of the Company. The said result would be displayed at the Registered Office of the Company, intimated to the Stock Exchange where the Company's shares are listed, published in the newspapers and displayed along with the Scrutinizer's report on the Company's website viz. www.satgroup.in.

ITEM NO. 1: INSERTION OF THE OBJECTS IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION:

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 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (including any amendment thereto or re-enactment thereof for the time being in force) and as may be enacted from time to time and subject to such permissions, consents, confirmations, approvals as may be required, the Memorandum of Association of the Company be and is hereby altered and extended by inserting the following sub-clauses as new sub-clauses 2J to 2L immediately after the existing sub clause 2I of Clause III(A) of the Memorandum of Association of the Company :

2J (a). To carry on the business of a leasing company, hire purchase company, P2P lending (peer-to-peer / principal-to-principal) company and finance company and to undertake and or arrange or syndicate all types of business relating to financing of consumers, schools, colleges or coaching institutions, individuals, industry – large, medium and small or corporate, through online or offline medium, for all kinds of vehicles, aircrafts, ships, machinery, plants, two-wheelers, tractors and other farm equipments, consumer durables, equipment, renewable energy equipment/infrastructure, construction equipment, housing equipment, educational loans, capital equipment, office equipment, their spares and components, real estate, infrastructure work or activity, including used/refurbished products, as also services of every kind and description, computers, storage tanks, toll roads, communication satellites, communication lines, factories, rolling stock, moveable and immovable property, to engage in all forms of securitisation, installment sale and/or deferred sale relating to goods or materials, to purchase the book debts and receivables of companies and to lend or give credit against the same, to undertake real estate business, to borrow, to transact business as promoters, financiers, monetary agents, to carry out the business of a company established with the object of financing industrial enterprises and to arrange or provide financial and other facilities independently or in association with any person, Government, Financial Institutions, Banks, Industrial Companies or any other agency, in the form of lending or advancing money by way of loan, working capital finance, refinance, project finance or in any other form, whether with or without security, to institutions, bodies corporate, firms, associations, societies, trusts, authorities, industrial enterprises and to arrange or provide facilities for the purposes of infrastructure development work or for providing infrastructure facilities or engaging in infrastructure activities and to raise and provide venture capital and promote or finance the promotion of joint stock companies, to invest in, to underwrite, to manage the issue of, and to trade in their shares or other securities.

(b). To promote the formation and mobilization of capital, to manage capital, savings and investment, to act as a discount and acceptance house and purchase, finance, re-finance, co-accept, discount and re-discount bills of exchange(s) or any other kind of trade or financial bills or credit instruments, to act as or carry on the business of consultants, advisers, managers, experts and technical collaborators in matters pertaining to, without prejudice to the generality of the foregoing, portfolio management services, syndication of loans, counselling and tie-

up for project and working capital, finance, syndication of financial arrangements whether in domestic or international markets, mergers and amalgamations, asset reconstruction or recovery, wealth management, infrastructure finance, corporate re-structuring, corporate planning & strategic planning, foreign currency lending or borrowing, project planning and feasibility, investment counselling, setting up of joint ventures, finances, management, marketing of financial and money market instruments and products, prospecting and projecting of businesses and valuation of undertakings, business concerns, assets, concessions, properties or rights or any other business area and to employ experts for any of these purposes and to promote or act as Investment Bankers, Merchant Bankers, Portfolio Investment Managers, Lead Managers or Co-Managers, Market Makers, Book Runners and further perform any other kind of role as an Intermediary or Advisor in the Securities Market.

(c). To render services as brokers, commission agents, importers and exporters, and to act as trustees, executors, administrators, managers, agents or attorney, to carry on the business of retail and institutional distribution of the schemes of the Mutual Funds or any other financial products issued by Banks, Mutual Funds or any financial intermediary, to contract for, and negotiate and issue and participate in funding any public and private loans and advances, underwriting contracts, mortgages, equity participation, cash credits, overdrafts and other financial facilities.

d). To act as money changers, brokers, dealers, agents, buyers and sellers of all foreign exchange in the form of currencies, travellers' cheques, cards (pre-paid, credit or debit), bonds, notes, instruments, papers, documents, subject to the approval of the Reserve Bank of India and other competent authorities, wherever necessary; to take positions, hold and trade on the movements of foreign currencies on behalf of customers or otherwise, to hold, operate and transact in foreign currencies and/or exchange by maintaining foreign currency bank accounts or otherwise, and to issue or act as agents for travellers' cheques, cards (pre-paid, credit or debit), phone cards and all instruments in any currency, subject to all rules, regulations and approvals as may be necessary and to deal in documents related to import or export trade, payables or receivables or securities either within or outside India; to engage in the foreign exchange money changing business, money transfer services in foreign exchange, either in the form of foreign currency notes / coins or travellers' cheques, cards (pre-paid, credit or debit) or any other negotiable instruments to or from India or abroad; to deal in currency or exchange options, swaps, futures, in foreign or Indian currencies in direct or derivative forms in India or abroad on the Company's own behalf or on behalf of its clients; to manage, acquire, hold, exchange, dispose of monies, foreign exchange, investments, funds, pools relating to and/or emanating from India or elsewhere on its own behalf or on behalf of its clients, customers, dealers, brokers, agents, trusts, funds, Government or other bodies; to do the business of broking in exchange, currencies.

(e) To carry on the business of providing microfinance/ micro credit services as permitted from time to time by the Reserve Bank of India or other regulatory authority(ies) as may be applicable in this respect .

2K (a) To purchase any land, plot(s) of land or immovable property or any right or interest therein either singly or jointly or in Partnership with any person(s) or Body corporate or partnership Firm and to develop and construct thereon residential, commercial complex or complex(es), malls, either singly or jointly or in partnership as aforesaid, comprising offices for sale or self use or for earning rental income thereon by letting out individual units comprised in such building(s).

(b) To carry on the business of developing, maintaining and operating construction and development of housing projects either individually or as joint venture with any other Company/firm/individual/ consultant whether local or foreign.

(c) To purchase any movable or immovable property including industrial, commercial, residential, or farm lands, plots, buildings, houses, apartments, flats or areas within or outside the limits of Municipal Corporation or other local bodies, anywhere within the Domain of India, to divide the same into suitable plots, and to rent or sell the plots for building/constructing residential houses, bungalows, business premises, and colonies and rent or sell the same and realize cost in lump sum or easy installments or by hire purchase system and otherwise.

(d) To purchase, sell and otherwise to carry on the business such as builders, contractors, architects, engineers, Estate agents, decorators and surveyors.

(e) To purchase for resale and to trade in land and house and other immoveable property of any tenure and any interest therein, and to create, sell and deal in freehold and leasehold ground rents, and to deal in trade by way of sale, or otherwise with land and house property and any other immovable property whether real or personal.

(f) To construct, execute, carryout, equip, support maintain, operate, improve, work, develop, administer, manage, control and superintend within or outside the country any wherein the world all kinds of works, public or otherwise, buildings, houses and other constructions or conveniences of all kinds, which expression in this memorandum includes roads, subways, flyovers, bus and truck terminals, railways, and tramways, docks, harbours, Piers, wharves, canals, serial runways and hangers, airports, reservoirs, embankments, irrigations, reclamation, improvements, sewage, water treatment system, solid waste management system, sanitary, water, gas, electronic light, power supply works, and hotels, cold storages, warehouses, cinema houses, markets, public and other buildings and all other works and conveniences of public or private utility, to apply for purchase or otherwise acquire any contracts, decrease, concessions, for or in relation to the construction, execution, carrying out equipment, improvement, administration, or control of all such works and conveniences as aforesaid and to undertake, execute, carry out, dispose of or otherwise turn to account the same.

2L (a) To manufacture, formulate, process, develop, refine, import, export, wholesale and/or retail trade all kinds of pharmaceuticals, antibiotics, drugs, medicines, biologicals, nutraceuticals, healthcare, ayurvedic and dietary supplement products, medicinal preparations, vaccines, chemicals, chemical products, dry salters, mineral waters, wines, cordials, liquors, soups, broths and other restoratives or foods and also to deal in medicinal goods such as surgical instruments, contraceptives, photographic goods, oils, perfumes, cosmetics, patent medicines, soaps, artificial limbs, hospital requisites, proprietary medicines, veterinary medicines and tinctures extracts and to carry on the business of vialling, bottling, repacking, processing of tablets, capsules, syrups, injections, ointments, etc. and also to carry on the business of chemists, druggists, buyers, sellers, agents, distributors and stockiest of all kinds of pharmaceuticals and allied products.

(b) To carry on in India or abroad business of importers, merchants, general order suppliers, commission agents, representatives, distributors, royalty owner, contractors, auctioneers, indent agents, passage agents, factors, organizers, concessionaries, sale agents, sub agents, and insurance agents, in connection with the business as referred to in sub-clause (a) above.

(c) To acquire, establish, run and maintain hospital(s) for the reception and treatment of persons suffering from illness, or mental defect or for the reception and treatment of persons during convalescence, or of persons requiring medical attention, or rehabilitation, to provide medical relief to the public in all branches of medical sciences by all available means, to run, own, manage, administer, Diagnostic Centres, Scan Centres, Nursing Homes, Clinics, Dispensaries, Maternity Homes, Child Welfare and Family Planning Centres, Clinical, Pathological testing laboratories, X-Ray and ECG Clinics in India and abroad, to act as Consultant and Advisors providing technical know-how, technical services and allied services for the establishment, operation and improvement of Nursing Homes, Hospitals, Clinics, Medical Institutions, Medical Centres, Diagnostics Centres and Laboratories In India and abroad, to carry out medical research by engaging in the research and development of all fields of medical sciences, and in therapies of medical treatment, so as to afford medical relief in a better way, to provide research facilities for carrying on research, basic and applied, in all systems and discipline or medical and surgical knowledge, to develop pharmacological standardization of indigenous medical plant, to encourage and discover new medical and/or surgical management of disease and affections and to investigate and make known the nature and merits of investigations and findings and research in the said field and to acquire any processes upon such terms as may seem expedient and to improve the same and undertake the manufacture of any product developed, discovered or improved and/or to give licences for the manufacture for the same to other and either to market the same or to grant licenses to other to market the same on such terms as may be deemed fit, to provide, encourage, initiate or promote facilities for the discovery, improvement or development of new method of diagnosis, understanding and treatment of diseases.

(d) To establish and run health portal, web sites, medical transcription centres, data processing/computer centres, retail chains, e-commerce, and to offer wholesale, retail, e-commerce facilities, health constancy and data processing and other services that are normally offered by health portal, web sites, medical transcription centres, data processing/computer centres, retail chains, etc. to individuals, business and other type of customers and to impart training of Electronic data processing, Computer Software and Hardware, to customers and others and to carry on the business of manufacturers, producers, makers, convertors, repairers, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preservers, stockists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires or otherwise deal in computers, data processors, calculators, tabulators, machines, appliances, accessories, devices and instruments, of every kind and activation for use for industrial, commercial, scientific, medical, statistical, or any other purpose and any product or products thereof or materials, articles, software and hardware used in the operation of or otherwise in connection therewith or ancillary thereof.

RESOLVED FURTHER THAT the Board of Directors and the Secretary of the company be severally authorised to do all acts, deeds and things necessary in order to give effect to the above resolution.”

ITEM NO. 2: PREFERENTIAL ISSUE OF WARRANTS:

To consider and, if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to and in accordance with the provisions of section 42, 62(1) (c) and other applicable provisions, if any, of the Companies Act, 2013, and rules framed thereunder and all other applicable laws and regulations including the Foreign Exchange Management Act, 1999, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the Reserve Bank of India Guidelines, the relevant provisions of the Memorandum and Articles of Association of the Company and the provisions of the Listing Agreements with the Stock Exchange, on which the equity shares of the Company are listed or may be hereafter be listed (including any amendments thereto or re-enactment of all or any of the aforesaid) and subject to all such approvals, permissions, sanctions and consents, if any, as may be required under the applicable laws and regulations and of concerned Authorities, bodies and Agencies and subject to such conditions and modifications as may be prescribed by any of the above said authorities, bodies, agencies and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee thereof which the Board may have or may hereafter constitute, to which all or any of the powers hereby conferred on the Board by this Resolution, have been or may hereafter at any time be delegated), the consent, authority and approval of the Company be and is hereby accorded to the Board to create, offer, and allot, 4,00,00,000 Warrants of Rs. 2/- each (the Warrants) with a right attached thereto entitling the holder of the Warrants to apply for and subscribe within such time as may be fixed by the Board in one or more tranches, not exceeding 18 months from the date of allotment of warrants against payment in cash to one fully paid up Equity Share of Rs. 2/- each in the Share Capital of the Company in lieu of one warrant, to the following :

S.No.	Name of proposed allottee	Identity	Permanent Account Number	Number of warrants
1	SAT INVEST PRIVATE LIMITED	PROMOTER	AACCS2098D	1,25,00,000
2	A FLEX INVEST PRIVATE LIMITED	PROMOTER	AAKCA2950L	75,00,000
3	SATENDRA PAL SINGH CHHABRA	NON-PROMOTER	AARPC0629C	33,75,000
4	AMARJEET KAUR CHHABRA	NON-PROMOTER	ACCPC3670Q	18,00,000
5	MAHENDRA PAL SINGH CHHABRA	NON-PROMOTER	AAQPC4824N	11,25,000
6	PANKAJ KUMAR JAIN	NON-PROMOTER	AEHPJ6330D	15,00,000
7	MADAN MOHAN MANGAL	NON-PROMOTER	ADCPM0921D	15,00,000
8	SHAILJA MANGAL	NON-PROMOTER	ABZPM4087D	15,00,000
9	MADAN MOHAN MANGAL AMBA	NON-PROMOTER	AABHM6027L	7,50,000
10	SANJEEV GORWARA HUF	NON-PROMOTER	AAQHS2486A	8,25,000

11	RAHUL GORWARA	NON-PROMOTER	BTEPG7746M	3,75,000
12	ROHAN GORWARA	NON-PROMOTER	BTEPG7747L	3,75,000
13	RAKSHA GORWARA	NON-PROMOTER	AGCPG7020Q	1,50,000
14	RAJMANI GORWARA	NON-PROMOTER	AKFPG4064M	1,50,000
15	SHUBHANGI BHARGAVA	NON-PROMOTER	CCIPB8413L	1,00,000
16	VINOD GOYAL	NON-PROMOTER	AEPPG8136G	6,50,000
17	AMITA GOYAL	NON-PROMOTER	AJNPG1532H	7,50,000
18	RENU GOYAL	NON-PROMOTER	ABLPG5676N	15,00,000
19	MANIT GOYAL	NON-PROMOTER	BEZPG3936H	7,50,000
20	CHHAVI GOYAL	NON-PROMOTER	ASFPG2294R	9,25,000
21	MOHAN LAL GOYAL HUF	NON-PROMOTER	AAAHM9638L	13,00,000
22	PRAHLAD GARG	NON-PROMOTER	ACDPG7964Q	2,00,000
23	RAMNARAYAN KOTHARI	NON-PROMOTER	AJRPK3623R	2,00,000
24	SURENDRA KUMAR BANSAL	NON-PROMOTER	ABQPB2322K	2,00,000
	TOTAL			4,00,00,000

on such terms and conditions as may be determined by the Board in its absolute discretion; with power to settle details as to the form and terms of issue of the Warrants to the persons mentioned hereinabove and all other terms, conditions and matters connected therewith including to accept any modification thereto or therein as may be required by persons involved with any such issue of warrants in accordance with all applicable laws and regulations as may be prevailing at the time; provided that the price of the Warrants so issued shall not be less than the price arrived at in accordance with provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (including any amendment or re-enactment thereof).

RESOLVED FURTHER THAT without prejudice to the generality of the above, the Relevant Date, being the date 30 days prior to the last date specified for receipt of duly completed postal ballot forms or e-voting is August 5, 2016 as prescribed under Regulations for Preferential Issues contained in chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (including any amendment or re-enactment thereof) and the aggregate par value of the Equity Shares so issued upon exercise of the rights attached to the Warrants referred to above shall not exceed Rs. 8,00,00,000/-.

RESOLVED FURTHER THAT without prejudiced to the generality of the foregoing, the Board be and is hereby authorized to prescribe with respect to the aforesaid issue of the Warrants all or any of the terms or any combination of terms thereof in accordance with all applicable laws, bye-laws, rules, guidelines etc.

RESOLVED FURTHER THAT the Equity Shares issued pursuant to exercise of Warrants shall be subject to the Memorandum and Articles of Association of the Company and shall upon being so issued and allotted rank pari passu in all respects including dividend with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the new shares to be issued consequent upon the exercise of option attached with the Warrants to be listed on the Stock Exchange at which the shares are already listed/proposed to be listed by the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution and any offer, issue and allotment of above stated Warrants/ Equity Shares, the Board be and is hereby authorised to take all such actions, give all such directions and do all such acts, deeds and things as may be necessary, desirable or incidental thereto and matters connected therewith including without limitation to issue and sign all such documents, instruments and writings and to pay any fees, costs, charges and other outgoings in relation thereto and to settle all questions, to give such directions that may be necessary or arise in regard to or in connection with any such offer, issue or allotment of Warrants and utilization of the issue proceeds, as it may, in its absolute discretion, deem fit and any such action, decision or direction of the Board shall be binding on all members."

ITEM NO. 3: INCREASE IN AUTHORISED SHARE CAPITAL:

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution** :

"RESOLVED, pursuant section 61 and other applicable provisions, if any, of the Companies Act, 2013, THAT the Authorised Share Capital of the Company be increased from Rs. 15,00,00,000/- (Rupees Fifteen Crores) divided into 7,50,00,000 (Seven Crores Fifty Lakhs) equity shares of Rs.2/- each to Rs. 22,00,00,000/- (Rupees Twenty Two Crores only) divided into 11,00,00,000 (Eleven Crores only) equity shares of Rs.2/- each by creation of 3,50,00,000 (Three Crores Fifty Lakhs) new equity shares of Rs.2/- each and that such new equity shares will rank pari passu in all respect with the existing equity shares of the Company."

ITEM NO. 4: ALTERATION OF CLAUSE V OF THE MEMORANDUM OF ASSOCIATION CONSEQUENT UPON INCREASE IN AUTHORISED SHARE CAPITAL:

To consider and, if thought fit, to pass with or without modification (s) the following resolution as a **Special Resolution** :

"RESOLVED, pursuant to section 13 and all other applicable provisions, if any, of the Companies Act, 2013, That the existing clause V of the Memorandum of Association of the Company relating to share capital be and is hereby altered by deleting the same and substituting in its place and stead the following as new clause V

V. The Authorised Share Capital of the Company is Rs. 22,00,00,000/- (Rupees Twenty Two Crores only) divided into 11,00,00,000 (Eleven Crores) Equity Shares of Rs.2/- (Rupees Two only) each with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being in several classes and attach thereto respectively such preferential or qualified rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and or vary, modify or abrogate any such rights, privileges or conditions or restrictions in such manner as may be permitted by the legislative provisions or by the Articles of Association of the Company for the time being in force."

ITEM NO. 5: TO INVESTMENT IN OTHER BODY CORPORATE:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution** :

"RESOLVED THAT pursuant to section 186 and other applicable provisions, if any, of the Companies Act, 2013 or of any other law for the time being in force and subject to the approval, permissions, sanctions of the financial institutions /banks and the Central Government and/or Reserve Bank of India or any other authority (ies), where necessary, the Board of Directors of the Company be and is hereby authorised to invest by purchase/acquire/ subscribe equity shares of or give loan or any combination thereof(investment & loan) to Sah Infra-Tech Limited up to an amount not exceeding Rs. 30 crores (Rupees thirty crores only) in one or more tranches on such terms and conditions including rate of interest on loan as they may, in their absolute discretion, deem beneficial and in the interest of the Company. RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution."

Registered Office :
41, B- Wing , Mittal Tower,,
Nariman Point ,
Mumbai-400 021.
Dated: 03.08.2016

By Order of the Board of Directors

H.K. Turgalia
Whole-time Director
(DIN: 00049544)

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of items no.1 to 5 of the Notice as set out above is annexed hereto.
2. The Company has appointed Mr. Dinesh M Jain, Proprietor of M/S. D M Jain & Company, Chartered Accountants to act as the Scrutinizer, for conducting the postal ballot process, in a fair and transparent manner.
3. The Notice is being sent to all the Members, whose names appear in the Register of Members/List of Beneficial Owners, received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on 29.07.2016.
4. The resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for receipt of duly completed postal ballot forms or remote e-voting.
5. In compliance with provisions of Section 108 and 110 of the Act read with The Companies (Management and Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility as an alternate, to all the Shareholders of the Company. For this purpose, the Company has entered into an agreement with CDSL for facilitating remote e-voting to enable the Shareholders to cast their votes electronically instead of dispatching Postal Ballot Form. Remote **E-voting is optional**.

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (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 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:

	For Members holding shares in Demat Form and Physical Form
PAN*	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"> 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 last 8 digits of the demat account/folio number in the PAN field. In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.
DOB#	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.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly 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 <Company Name> 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 changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on August 08, 2016 (09:00 a.m.) and ends on September 06, 2016 (05:00 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 29.07.2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

Annexure to Notice

Statement of Material Facts pursuant to section 102 (1) of the Companies Act, 2013

Item no. 1

In order to diversify into certain new business ventures, your Directors have always been considering various proposals.

Amendments proposed by way of additions to the Object Clause in the Memorandum of Association as set out in the resolution under this item are to facilitate diversification etc. and enable the Company to enlarge its area of operations.

Your directors are of the view that it will be beneficial for the Company and the members and also in harmony with greater public interest that the Company should diversify its activities. Your Directors are also of the view that the proposed additional objects may conveniently and advantageously be combined with the existing business of the Company. Accordingly, the Directors propose to amend Clause III(A) of the Memorandum of Association of the Company as set out at item no.1 of the accompanying Notice. To enable the Company to take these new lines of activities in due course as and when considered proper by the Board of Directors, alterations in the Object Clause of the Memorandum of Association are necessary.

As per the provisions of Section 13 of the Companies Act, 2013, the Object Clause of the Company can be amended only by a special resolution passed by the members and accordingly the Directors of the Company recommend the resolution as set out at item no.1 for consideration and acceptance of the members.

A copy of the Memorandum of Association together with all the proposed amendments is available for inspection at the registered office of the Company between 10.30 AM and 1.30 PM on all working days except Saturdays and holidays up to September 06, 2016 (i.e. Last date of receipt of the postal ballot or e-voting).

None of the Directors, key managerial personnel and their relatives of the Company is in any way concerned or interested, financial or otherwise in the resolution

Item no. 2

The Company is engaged in the business of global trading, manufacturing of flexible packaging, renting of equipments, education etc. through itself or through subsidiaries and associates. In order to expand its existing activities and activities of subsidiaries and associates more vigorously and increase its competitiveness in the domestic market as well as in international market needs to strengthen its financial position by augmenting long term resources. To further expand the activities of the Company including investment in other body corporate for acquiring majority stakes, the Company requires fund on long term basis. To raise the funds from the public by way of issue of further share capital is a time consuming and costlier looking to the size of the funds. To meet the situation the promoters of the Company as well as some other investors have agreed to invest funds in the Company by way of equity shares and /or warrants convertible into equity shares. In the circumstances the Board of Directors of the Company thought it prudent to create, offer and allot on preferential basis to:

Promoters :

- (a) **2,00,00,000 Warrants entitling the holder of the warrant(s) to apply and subscribe one equity share of Rs. 2/- each in the capital of the Company against one Warrant.**

Non-Promoters:

- (b) **2,00,00,000 Warrants entitling the holder of the warrant(s) to apply and subscribe one equity share of Rs. 2/-each in the capital of the Company against one Warrant.**

The price at which such equity shares and warrants are proposed to be allotted shall not be less than price determined as per the Regulation 76 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended. Currently, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended provide that the issue of warrant convertible into equity shares on a preferential basis can be made at a price not less than the higher of the following:

The average of the weekly high and low of the volume weighted average price of the related equity shares quoted on a recognized Stock Exchange during the 26 weeks preceding the relevant date ; OR the average of the weekly high and low of the volume weighted average price of the related equity shares quoted on recognized Stock Exchange during the two weeks preceding the relevant date.

The amount of the proposed issue will be utilized for the purpose of expansion, diversification, modernization, acquisition, amalgamation, investments (domestic or overseas), repayment of borrowings, working capital, or any other corporate purpose as the Board may deem fit in its absolute discretion.

Certain disclosures as required Preferential Issue Guidelines by the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended are as under:

(i) The Object of the Issue:

As mentioned hereinabove the object of the issue is making fund available for expansion, diversification, modernization, acquisition, amalgamation, investments (domestic or overseas), repayment of borrowings, working capital, or any other corporate purpose as the Board may deem fit in its absolute discretion

Intention of Promoters /Directors/Key Managerial persons to subscribe to the offer:

Except Promoters, as detailed herein below, none of the Directors /Key Managerial Persons have intention to subscribe the offer.

S.No.	Name of person	Promoter	No. of warrants to be subscribed
01	Sat Invest Private Limited	Promoter	1,25,00,000
02	A Flex Invest Private Limited	Promoter	75,00,000

Shareholding pattern before and after the issue:

The total issued and paid up Equity Capital of the Company as of date this notice comprises of 61600000 Equity Shares of Rs. 2/- each. The shareholding pattern before and after the date of allotment (assuming all the warrants including the existing warrants are fully exercised) is as follows:

• Category	Existing Shareholding pattern		Subsequent to exercise of proposed warrants*	
	No. of share held	% of existing capital	No. of share*	% of *increased capital
A. Promoter's holding				
1. Promoters				
- Indian Promoters	31935000	51.84	58335000	54.01
- Foreign Promoters				
2. Person acting in concert	0	0	0	0
SUB-TOTAL	31935000	51.84	58335000	54.01
B. Non-Promoters holding				
3. Institutional Investors	0	0	0	0
a. Mutual Funds and UTI	0	0	0	0
b. Banks, Financial Institutions,	0	0	0	0
Insurance companies,(Central,state	0	0	0	0
Govt.Institutions/non-government Instt.	0	0	0	0
c.FIIs	0	0	0	0
SUB-TOTAL	0	0	0	0
4. Others				
a. Private Corporate Bodies	15949522	25.89	15949522	14.77
b. Indian Public	13715478	22.27	33715478	31.22
c. NRIs/OCBs				
d. (Clearing Members)				
SUB-TOTAL	29665000	48.16	49665000	45.99
GRAND TOTAL	61600000	100.00	108000000	100.00

* Includes 64,00,000 warrants issued and outstanding on the date of the postal ballot notice entitling the holders thereof to exercise the option to convert the warrant into equity shares on or before 08.06.2017.

Proposed time limit within which the allotment shall be complete :

The allotment is to be completed within 15 days of passing of the Resolution in accordance with the Regulation 74(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

(i) The identity of the proposed allottees and the % of post preferential issue capital that may be held by them :

S.No.	Name	Category	Pre-Issue holding		Subsequent to exercise of proposed warrants*		
			No. of Shares	% of holding	No. of shares to be allotted*	Holding no. of shares*	% holding
1	SAT INVEST PRIVATE LIMITED	PROMOTER	31935000	51.84	18900000	50835000	47.07
2	A FLEX INVEST PRIVATE LIMITED	PROMOTER	0	0	7500000	7500000	6.94
3	SATENDRA PAL CHHABRA	NON-PROMOTER	0	0	3375000	3375000	3.13
4	AMARJEET KAUR CHHABRA	NON-PROMOTER	0	0	1800000	1800000	1.67
5	MAHENDRA PAL SINGH CHHABRA	NON-PROMOTER	0	0	1125000	1125000	1.04
6	PANKAJ KUMAR JAIN	NON-PROMOTER	0	0	1500000	1500000	1.39
7	MADAN MOHAN MANGAL	NON-PROMOTER	0	0	1500000	1500000	1.39
8	SHAILJA MANGAL	NON-PROMOTER	0	0	1500000	1500000	1.39
9	MADAN MOHAN MANGAL AMBA	NON-PROMOTER	0	0	750000	750000	0.69
10	SANJEEV GORWARA HUF	NON-PROMOTER	0	0	825000	825000	0.76
11	RAHUL GORWARA	NON-PROMOTER	0	0	375000	375000	0.35
12	ROHAN GORWARA	NON-PROMOTER	0	0	375000	375000	0.35
13	RAKSHA GORWARA	NON-PROMOTER	0	0	150000	150000	0.14
14	RAJMANI GORWARA	NON-PROMOTER	0	0	150000	150000	0.14
15	SHUBHANGI BHARGAVA	NON-PROMOTER	0	0	100000	100000	0.09
16	VINOD GOYAL	NON-PROMOTER	0	0	650000	650000	0.6
17	AMITA GOYAL	NON-PROMOTER	0	0	750000	750000	0.69
18	RENU GOYAL	NON-PROMOTER	0	0	1500000	1500000	1.39
19	MANIT GOYAL	NON-PROMOTER	0	0	750000	750000	0.69
20	CHHAVI GOYAL	NON-PROMOTER	0	0	925000	925000	0.86
21	MOHAN LAL GOYAL HUF	NON-PROMOTER	0	0	1300000	1300000	1.2
22	PRAHLAD GARG	NON-PROMOTER	0	0	200000	200000	0.19
23	RAMNARAYAN KOTHARI	NON-PROMOTER	0	0	200000	200000	0.19
24	SURENDRA KUMAR BANSAL	NON-PROMOTER	0	0	200000	200000	0.19

* Includes 64,00,000 warrants issued and outstanding on the date of the postal ballot notice entitling the holders thereof to exercise the option to convert the warrant into equity shares on or before 08.06.2017.

- (iii) The identity of the natural persons who are the ultimate beneficial owners of the shares to be allotted and/or who ultimately control the proposed allottees is as follows:

Name of the proposed allottee	Ultimate Beneficial Owner and/or who ultimately control the proposed allottee
SAT INVEST PRIVATE LIMITED	Mrs. Shehnaz D Ali and Mr. Asad Daud
A FLEX INVEST PRIVATE LIMITED	Mrs. Shehnaz D Ali and Mr. Asad Daud
SANJEEV GORWARA HUF	Mr. Sanjeev Gorwara and family
MOHAN LAL GOYAL HUF	Mr. Mohan Lal Goyal and family

- (iv) Consequent upon the proposed allotment there will be no change in the Board of Directors nor any change in the control over the Company.
- (v) The Company undertakes that it shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so.
- (vi) The Company further undertakes that if the amount payable on account of the re-computation of the price is not paid within the time stipulated in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.
- (vii) During the year the Company has not already made any allotment of warrants on preferential basis.

The issue of Equity Shares consequent upon conversion of the warrants shall be subject to locked-in from the date of trading approval as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

Relevant Date and pricing of issue:

In accordance with the provisions of SEBI ICDR Regulations, 2009 the 'Relevant Date' for the purpose of calculating the price of Equity Shares shall be August 5, 2016 in terms of explanation to Regulation 71 of the ICDR Regulations, 2009.

Section 62 (1) (c) of the Companies Act, 2013 and the Listing Agreement with the Stock Exchange, provides, inter alia, that where it is proposed to increase the subscribed capital of the Company by allotment of further shares, such further Shares shall be offered to the persons, who at the date of offer are holders of the Equity Shares of the Company in proportion to the capital paid-up on those Shares as of that date, unless the Shareholders in a General Meeting decides otherwise. The Special Resolution seeks the consents of the Members authorizing the Board of Directors, to issue, allot the shares by way of preferential issue of Warrants and issue Equity Shares consequent upon conversion of the above warrants as may be required in terms of issue.

The Auditors' Certificate for the issue price etc. and other relevant papers/ certificates are available for inspection by the members of the Company during the office hours from 10:30 A.M. to 1:30 P.M. on all working (except Saturdays and holidays) days at the registered office of the Company till September 6, 2016 (i.e. last date of receipt of the postal ballot or e-voting).

Your Directors are of the view that the proposed issue and allotment will be in the benefit of the shareholders of the Company. Your directors also consider the basis of allotment of the warrants in the manner stated hereinabove as fair. The Board of directors recommends the resolutions set out at item no. 2 of the accompanying notice for the approval of the Members.

None of the Directors and the Manager, key managerial personnel or their relatives except Mrs. Shehnaz D Ali and Mr. Asad Daud are concerned or interested, financial or otherwise in any way in passing of the resolution.

Item no. 3

The Company is in process of expanding its activities and also the activities of its subsidiaries and associates. The proposed activities will require additional capital. The existing authorised share capital is not sufficient to fund the proposed activities and requires an increase therein.

Accordingly the Company proposes to increase it to Rs.22,00,00,000 from Rs.15,00,00,000 by the creation of 3,50,00,000 equity shares of Rs.2/- each. The increase in the authorised share capital requires the consent of the shareholders. The directors, therefore, recommend a special resolution in this regard.

None of the Directors and the Manager, key managerial personnel or their relatives are concerned or interested, financial or otherwise in any way in passing of these resolutions.

Item no. 4

With the proposed increase in the Authorized Share Capital from Rs. 15,00,00,000 to Rs. 22,00,00,000 the clause V of the Memorandum of Association of the Company will require suitable amendments to reflect true positions. The directors, therefore, recommend a special resolution in this regard set out at items no. 4 of the accompanying notice for the consent of the shareholders.

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the members of the Company at its Registered Office on all working days ((except Saturdays and holidays) between 10:30 A.M. to 1:30 P.M. up to September 6, 2016 (i.e. Last date of receipt of the postal ballot or e-voting).

None of the Directors and the Manager, key managerial personnel or their relatives are concerned or interested, financial or otherwise in any way in passing of these resolutions

Item no. 5

For the past sometime your Company has been contemplating to make foray into new and innovative businesses. In this process your Company has identified real estate and infrastructure business which appears to have a bright future. The proposed object of entering into real estate and infrastructure business can be achieved by purchasing, acquiring or subscribing in the equity share capital of or extending loan facilities to, companies which are presently engaged in this line of business.

To further this your Company has identified an entity in this regard. The details about name, amount of investment etc. proposed to be made in the entity are as under:

Name of body corporate	Business in which engaged	Amount of investment by way of equity or loan or any combination thereof not exceeding (Rs. in lakhs)
Sah Infratech Limited	Real estate and infrastructure	3000

Shareholding interest of Directors and Key Managerial Persons in the above company:

None of the Directors and Key Managerial Persons except the following have any shareholding interest:

Name of body corporate	Mrs. Shehnaz D Ali (in %)	Mr. Asad Daud (%)
SAH INFRA TECH LIMITED	9.65	70.29

The investment or loan or both proposed to be made as mentioned hereinabove can be in one or more tranches and as deem fit by the Board of Directors or a committee thereof from time to time.

Pursuant to the provision of the section 186 of the Companies Act, 2013 the Company cannot directly or indirectly acquire by way of subscription, purchase or otherwise, the securities of any other body corporate exceeding sixty percent of its paid up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

The investment and/or loan as proposed exceeds the limit as specified in the above section and to enable the Board of Directors to make the investment and/or loan, the same requires prior approval by means of a special resolution passed at a general meeting.

The investment proposed to be made will be out of the internal accruals and/or proceeds by issue of further capital in your Company.

In view of this the Directors recommend special resolution as set out at item no. 5 of the accompanying Notice for the approval of the members.

None of the Directors except Mrs. Shehnaz D. Ali and Mr. Asad Daud, key managerial personnel and their relatives of the Company is interested or concerned financially or otherwise in any way in passing of this resolution.

Registered Office :
41, B- Wing , Mittal Tower,,
Nariman Point ,
Mumbai-400 021.
Dated: 03.08.2016

By Order of the Board of Directors

H.K. Turgalia
Whole-time Director
(DIN: 00049544)

NOTES:

1. The Explanatory Statement and reasons for the proposed Special /Ordinary Resolutions pursuant to Section 102 of the Act setting out material facts are appended to the Notice.
2. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/list of Beneficial Owners, received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited as on 29.07.2016.
3. In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility as an option to all the Members of the Company. The Company has entered into an agreement with CDSL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional.
4. As per Companies (Management and Administration) Rules, 2014, Notice of Postal Ballot may be served on the Members through electronic transmission. Members who have registered their e-mail IDs with depositories or with the Company are being sent.

Notice of Postal Ballot by e-mail and Members who have not registered their e-mail IDs will receive Notice of Postal Ballot along with Postal Ballot Form through post/courier. Members who have received Postal Ballot Notice by e-mail and who wish to vote through physical Postal Ballot Form may download the Postal Ballot Form from the link www.evoting.cdslindia.com or from the 'Investors' section on the Company.

POSTAL BALLOT FORM

Sr No.:

1. Name(s) & Registered Address :
 of the sole / first named shareholder
2. Name(s) of the joint-holder(s), if any :
3. i) Registered Folio No. :
 ii) * DP ID No. & Client ID No. :
 [*Applicable to Shareholders
 holding shares in dematerialised form]
4. Number of Share(s) held :

I / We hereby exercise my / our vote in respect of the under noted resolution to be passed through Postal Ballot / e-voting, by sending my / our assent or dissent to the said resolution by placing tick (✓) mark in the appropriate box below:

Sr. No.	Resolution	No. of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	Insertion of the objects in the object clause of the Memorandum of Association.			
2.	Preferential Issue of Warrants.			
3.	Increase in Authorised Share Capital.			
4.	Alteration of Clause V of the Memorandum of Association consequent upon increase in Authorised Share Capital.			
5.	To investment in other Body Corporate.			

Place: Mumbai

Date:

 Signature of the Shareholder
 or
 Authorised Representative

Notes: (i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.

(ii) Last date for receipt of Postal Ballot Form: 06.09.2016.

(iii) Please read the instructions printed overleaf carefully before exercising your vote.

E-Voting Information

EVSN (Electronic Voting Sequence Number)	User ID	*Default PAN/ Sequence Number
160728020		

* Only Members who have not updated their PAN with the Company / Depository Participant shall use the default PAN in the PAN field.

INSTRUCTIONS

General Instructions

1. Shareholders have option to vote either through Postal Ballot Form or through e-voting. If a shareholder has opted for Physical Ballot, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through both physical ballot and e-voting, then vote cast through physical ballot shall be considered and vote cast through e-voting shall be treated as invalid.
2. The notice of Postal Ballot/ E-voting is being dispatched/e mailed to the shareholders whose names appear on the Register of Members as on 29.07.2016 and voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders as on the said date.
3. Voting in the Postal ballot/e-voting cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

Instructions for voting physically by Postal Ballot Form

1. A Shareholder desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr. Dinesh M. Jain, Prop. of M/S D M Jain & Co., Chartered Accountants, in the enclosed self-addressed and pre-paid envelope. However, envelopes containing Postal Ballot Form(s), if deposited in person or 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 bears the name and postal address of the Scrutinizer appointed by the Company.
3. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
4. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
5. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
6. Members are requested to fill the Postal Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
7. There will be one Postal Ballot Form for every folio / Client id irrespective of the number of joint holders.
8. Duly completed Postal Ballot Form should reach the Scrutinizer not later than close of working hours i.e. 5:00 p.m. on September 6, 2016. All Postal Ballot Forms received after this date will be strictly treated as if the reply from such Shareholder has not been received.
9. A Member may request for a duplicate Postal Ballot Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No.8 above.
10. Shareholders are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything in the Postal Ballot form excepting giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
11. The Scrutinizer's decision on the validity of a Postal Ballot/ E-voting will be final and binding.
12. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.
13. The result of the Postal Ballot/ E-voting will also be posted on the website of the Company www.satgroup.in and also in the newspaper(s) for the information of the Shareholders.