



TT LIMITED

(CIN NO.-L18101DL1978PLC009241)
879, MASTER PRITHVI NATH MARG
OPP: AJMALKHANPARK, KAROL BAGH,
NEW DELHI – 110 005, INDIA
TEL: 0091 11 45060708
EMAIL: newdelhi@ttlimited.co.in
WEBSITE: <http://www.ttlimited.co.in>



June 28, 2017

Bombay Stock Exchange Limited
Floor 35, P.J. Towers
Dalal Street
Mumbai-400001
Fax-022-22722061/41/39/37

Dear Sir

Reg: Scrip Code: 514142

Sub: Intimation of Postal Ballot-Regulation 30 of SEBI (LODR) Regulations, 2015

In compliance with the requirement of Regulation 30 read with Schedule III and other applicable provisions of SEBI (LODR) Regulation, 2015, please find enclosed herewith Postal Ballot Notice along with Postal Ballot Form, dispatched to shareholders of the Company on 27th June, 2017 pursuant to provisions of section 108 & 110 of the Companies Act, 2013 and rules made thereunder. Also, find enclosed herewith the copy of the advertisement published in today's newspaper namely Money Makers, New Delhi (English Edition) and Mahalaxmi Bhagyauday, New Delhi (Hindi Edition)

Postal ballot notice and Postal Ballot Form is also available on the website of the Company i.e. www.ttlimited.co.in

This is for your information and necessary action.

Thanking You

Cordially Yours
For T T Limited

Reetika
Reetika Mahendra
Company Secretary
M.No. ACS48493





T T LIMITED
 (CIN NO.-118101DL1978PLC009241)
 879, MASTER PRITHVI NATH MARG OPP. AJMAL KHAN PARK,
 KAROL BAGH, NEW DELHI - 110005, INDIA
 TEL: 0091 11 45060708 EMAIL: newdelhi@ttilimited.co.in
 WEBSITE: www.ttlimited.co.in



POSTAL BALLOT FORM

(Please read the instruction printed overleaf carefully before completing this form)

Serial No.:

1. Registered Folio No./ DP ID No./ Client Id No. :
 (*Applicable to member holding shares in Dematerialized form)

2. Name(s) of member(s) and Registered address of the Sole/ First named Member (Including Joint holders, if any)

3. Number of shares held

4. I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the sale, lease or otherwise disposal of old Spinning and allied machinery and equipments only (not including Land, Building and corresponding machinery) at Gajroala Spinning Mills & Gangaswar Spinning Mills, Gajroala (U.P.) and Trupti Spinning Mills, Awasahi (Tamil Nadu) on the basis of the explanatory statement by conveying my/our assent or dissent to the said resolution(s) by placing the tick (✓) mark at the appropriate box below:

Description	No. of Equity Shares	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 for the disposal of the Company's old Spinning and allied machinery and equipments only			

Date: _____ (Signature of Member)
 (As per Specimen registered with Company / Depository)

ELECTRONIC VOTING PARTICULARS

The E-voting facility is available at the link - <http://www.evotingindia.com>. The electronic voting particulars are set out as follows:-

EVSN (Electronic Voting Sequence Number)	User ID	Password/PIN



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POSTAL BALLOT NOTICE

Dear Shareholders,

Notice is hereby given that pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), if any, read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), including any Statutory modification or re-enactment thereof for the time being in force, for obtaining assent of the Shareholders of the Company by means of Postal Ballot and voting through electronic means (Remote e-voting) on the Resolutions set out in this Notice. The Company proposes to sell, dispose of old Spinning and allied machinery and equipments only (not including Land, Building and non-spinning machinery) at Gajroala Spinning Mills & Gangaswar Spinning Mills, Gajroala (U.P.) and Trupti Spinning Mills, Awasahi (Tamil Nadu) on "as is where is" basis to suitable parties. 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.

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. As per Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 ("Rules"), the consent of the Company's shareholders for the above purpose is required to be obtained by means of a Postal Ballot. Accordingly, the said Special Resolution and the Explanatory Statement is being sent to you along with the Postal Ballot Form for your kind consideration. Further, as per the provisions of the Act, read with the Rules and the Listing Agreement, the Company is hereby providing e-voting facility to exercise their right to vote by electronic means. Accordingly, instructions for e-voting have been provided hereunder.

The Board of Directors has appointed M/s. Deepak, Kakadia & Associates, Practising Company Secretaries as the Scrutinizer for conducting the Postal Ballot. Electronic Voting process in a fair and transparent manner. Members desiring to opt for e-voting are hereby requested by the Company to read the instructions in the notes to the Postal Ballot Notice and return the Postal Ballot Form duly completed in all respects in the enclosed self-addressed pre-paid postage envelope (if posted in India), so as to reach the Scrutinizer on or before the close of business hours at 5.00 p.m. on Thursday, 27th July, 2017. The last date for receipt of the completed Postal Ballot Forms. Please note that the Postal Ballot Form (S) received after the said date will be treated as if reply from the member has not been received in terms of the Rules.

Upon completion of the voting process and the scrutiny of Forms, the Scrutinizer will submit the report to the Chairman / Managing Director / Director. The result of the Postal Ballot would be announced by the Chairman or any Director authorized by him on or before Saturday, 29th July, 2017 at 4.30 PM, at the Registered Office of the Company. The said results would be displayed at the Registered Office of the Company, intimated to the Stock Exchanges where the Company's shares are listed and Registrar & Share Transfer Agent and displayed along with the Scrutinizer's report on the Company's website viz. www.ttlimited.co.in and also on the website of the e-voting provider e-voting facility i.e. Central Depository Services (India) Limited ("CDSL"). The date of declaration of the result of the Postal Ballot will be as per the provisions of the Act and the Rules. The Members are requested to consider and if thought fit, pass the following resolution as a Special Resolution. The Resolution will be deemed to have been passed on the last day for receipt of duly completed Forms and e-voting.

Date: May 29, 2017

PROPOSED SPECIAL RESOLUTION

To consider, and if thought fit, to pass with or without modification, 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 the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the listing agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed, and such other approvals, consents and permissions being required in this regard, the Board of Directors of the Company do hereby approve and authorize the Chairman of the Board of Directors of the Company to sell, dispose of the old spinning and allied machinery and equipments only (not including Land, Building and non-spinning machinery) named and located: i.e. Gajroala Spinning Mills & Gangaswar Spinning Mills, Gajroala (U.P.) and Trupti Spinning Mills, Awasahi (Tamil Nadu), "as is where is" basis on any other manner as the Board may deem fit in the interest of the Company to any suitable party/parties on such terms and conditions and in such form and manner with effect from such date as the Board of Directors deem fit and to do all such acts, deeds and ancillary activities as may be necessary to implement the same.

RESOLVED FURTHER THAT Sh. Rishabh C. Jain, Chairman (CIN No. 01726179) and Sh. Sanjay Kumar Jain, Managing Director (CIN No. 01726303), be and are hereby severally authorized to complete the transaction with such modification(s) as may be required by any of the concerned authority(ies) or which the Board may deem appropriate to be in the best interest of the Company and to do all such acts, matters, deeds and things, as may be necessary, without further referring to Members of the Company, including finalizing the terms and conditions, sale consideration, mode, terms and mode of payment, and executing necessary documents and in best interest of the Company, including the power to sub-delegate to any committee of Directors or any executive of the Company, to give effect to this resolution.

Date: May 29, 2017

BY ORDER OF THE BOARD
 For T T Limited
 (Roshika Mahendra Rathore)
 Company Secretary
 Membership No.: ACS48493



TT LIMITED

(CIN NO. - L18101DL1978PLC009241)

Regd. Office: 879, Master Prithvi Nath Marg,

Karol Bagh, New Delhi - 110005

Website: www.ttlimited.co.in;

Email: newdelhi@ttlimited.co.in;

TEL: +91-11-45060708

NOTICE

Notice is hereby given that pursuant to Section 110 of the Companies Act 2013, read with Companies (Management and Administration) Rules 2014 the Company is seeking approval of the shareholders of the Company by Postal Ballot, including voting by electronic means, to 'sell / dispose off old Spinning and allied machinery and equipments only (not including Land, Building and non-spinning machinery) named and located at Gajroula Spinning Mills & Gangeshwar Spinning Mills, Gajroula (U.P.) and Tirupati Spinning Mills, Avinashi (Tamil Nadu) on "as is where is" basis to suitable parties through Special Resolution as set out in the Postal Ballot Notice dated May 29, 2017. Members are hereby informed that on Tuesday, June 27, 2017 the Company has completed the dispatch of the Postal Ballot Notice along with the Postal Ballot Form to all the members whose name appears on the Register of Members/ List of Beneficial Owners on June 9, 2017 (cut-off date). The Postal Ballot Notices are sent:

(a) through electronic mail to the members whose email Ids are registered in the records of depository participants and

(b) through physical mode, along with a postage-prepaid self addressed Business Reply Envelope to those members whose email Ids are not registered with the Company depository participants.

The Company has engaged the services of Central Depository Services Limited (CDSL) for the purpose of providing e-voting facility to all its Members. The instructions for e-voting are given in Postal Ballot Notice. The Postal Ballot notice along with Form is also available on the website of the Company (www.ttlimited.co.in) and on the website of CDSL (www.evotingindia.com).

Notes:

1. Members are requested to note that the voting through Postal Ballot and through electronic mode shall commence from Wednesday, June 28, 2017 at 10:00 A.M. and shall end on Thursday, July 27, 2017 at 5:00 P.M. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid. A Member cannot exercise his/her vote by proxy on postal ballot.

2. The Board of Directors has appointed M/s Deepak Kukreja & Associates, Practicing Company Secretary (Membership No. FCS 4140 and CP No. 8265) for conducting the postal ballot/e-voting process in a fair and transparent manner. Members shall fill in the requisite details and send the duly completed and signed postal ballot form in the enclosed self-addressed pre-paid business reply envelope to the scrutinizer so as to reach on or before July 27, 2017 on 05:00 PM. Any postal ballot form received after the said date and time period shall be treated invalid.

3. Any member who does not receive the Postal Ballot Notice and Form may either download the same from the website of the Company or seek duplicate postal ballot form from the Company by sending an e-mail to investors@ttlimited.co.in. For any queries relevant to voting via postal ballot/E-Voting, members may either contact to Mrs. Reetika Mahendra Rathore (ACS 48493), Company Secretary, T T Limited, 879, Master Prithvi Nath Marg, Opp. Azmal Khan Park, Karol Bagh, New Delhi-110005, email ID investors@ttlimited.co.in, Call at 011- 45060706 or may write an email at helpdesk.evoting@cdslindia.com.

4. The result of the Postal Ballot would be announced by the Chairman or any Director authorized by him on or before Saturday, 29th July 2017 at 4.30 P.M at the Registered Office of the Company. The said results would be displayed at the Registered Office of the Company, intimated to the Stock Exchanges where the Company's shares are listed and Registrar & Share Transfer Agent and displayed along with the Scrutinizer's report on the Company's website viz. www.ttlimited.co.in and also on the website of the agency providing e-voting facility i.e. Central Depository Services (India) Limited ("CDSL").

This intimation is also available on the website of NSE Limited (www.nseindia.com) and BSE Limited (www.bseindia.com) where the Company's shares are listed.

By order of the Board

Sd/-

Reetika Mahendra Rathore

(ACS 48493)

Company Secretary

Place : New Delhi

Date: 28.06.2017



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(CIN NO. - L18101DL1978PLC009241)

पंजीकृत कार्यालय: 879, मास्टर पृथ्वी नाथ मार्ग,
करोल बाग, नई दिल्ली-110005
वेबसाइट : www.ttlimited.co.in;
ईमेल : newdelhi@ttlimited.co.in;
फोन : +91-11-45060708

सूचना

एतद् द्वारा सूचित किया जाता है कि कम्पनी अधिनियम 2013 की धारा 110, साथ में पठित कम्पनी (प्रबंधन और प्रशासन) नियम 2014 के अनुसार, कम्पनी पोस्टल बैलेट के द्वारा अंशधारकों से मंजूरी मांग रही है, जिसमें इलेक्ट्रॉनिक माध्यमों द्वारा मतदान शामिल है, गजरीला स्पिनिंग मिल्स एंड गेजवर स्पिनिंग मिल्स, गजरीला (उ.प्र.) तथा तिरुपति स्पिनिंग मिल्स, अविनाशी (तमिलनाडू) नामित और स्थित केवल पुराने स्पिनिंग और संबद्ध मशीनरी और उपकरणों की (भूमि, भवन और गैर स्पिनिंग मशीनें शामिल नहीं) को जैसा कि पोस्टल बैलेट सूचना दिनांक 29 मई, 2017 में कहा गया है विशेष प्रस्ताव द्वारा 'जहां है जैसा है' आधार पर उचित पार्टियों को विक्री/निपटान करना है। सदस्यों को यह सूचित किया जाता है कि मंगलवार 27 जून 2017 को कंपनी ने पोस्टल बैलेट सूचना के साथ पोस्टल बैलेट फार्म सभी सदस्यों को 9 जून 2017 (कट ऑफ तिथि) को सदस्यों के रजिस्ट्रार / लाभप्रद स्वामियों की सूची में दिखाई देने वालों के प्रेषण पूरा कर लिया है। पोस्टल बैलेट सूचनाएं भेजे गये हैं:-

(क) उन सदस्यों को इलेक्ट्रॉनिक मेल के माध्यम से जिनके ई-मेल आईडी डिपॉजिटरी प्रतिभागियों के रिकॉर्ड में पंजीकृत हैं। तथा

(ख) मूल रूप में; साथ में पोस्टेज-प्रीपेड स्व पते के साथ व्यवसायिक उत्तर लिफाफे के साथ जिन सदस्यों के ई-मेल आईडी कम्पनी/डिपॉजिटरी प्रतिभागियों के साथ पंजीकृत नहीं है।

कम्पनी ने सभी सदस्यों को ई-मतदान सुविधा प्रदान करने के उद्देश्य से सेंट्रल डिपॉजिटरी सर्विसेज लिमिटेड (सीडीएसएल) की सेवाएं ली हैं। ई-मतदान के निर्देश पोस्टल बैलेट सूचना में दिए गए हैं। पोस्टल बैलेट सूचना फार्म के साथ कम्पनी की वेबसाइट (www.ttlimited.co.in) तथा सीडीएसएल की वेबसाइट (www.evotingindia.com) पर भी उपलब्ध है।

टिप्पणियां :

1. सदस्यों से निवेदन किया जाता है कि नोट करें कि पोस्टल बैलेट तथा इलेक्ट्रॉनिक माध्यम से मतदान बुधवार 28 जून, 2017 को प्रातः 10 बजे शुरू होगा तथा गुरुवार 27 जुलाई, 2017 को सायं 5.00 बजे समाप्त होगा। यदि सदस्यों द्वारा मतदान मान्य होगा तथा भौतिक रूप से पोस्टल बैलेट फार्म को निरस्त माना जाएगा। कोई सदस्य पोस्टल बैलेट पर प्रावसी द्वारा अपना मतदान नहीं कर सकता।

2. निदेशक मंडल ने पोस्टल बैलेट /ई-मतदान प्रक्रिया को एक उचित और पारदर्शी तरीके से आयोजित करने के लिए मै. वीपक कुकरेजा एंड एसोसिएट्स, प्रैक्टिसिंग कम्पनी सचिव (सदस्यता संख्या FCS 4140 तथा CP No. 8265) को नियुक्त किया है। सदस्यों को अपेक्षित विवरण भरना चाहिए तथा संलग्न स्व-संबोधित प्री-पेड व्यवसाय उत्तर लिफाफे में विधिवत रूप से पूर्ण तथा हस्ताक्षरित पोस्टल बैलेट को जांचकर्ता के पास 27 जुलाई, 2017 को सायं 5.00 बजे तक या उससे पूर्व पहुंच जाना चाहिए। कथित तिथि तथा समय के उपरांत प्राप्त पोस्टल बैलेट फार्म को अवैध माना जाएगा।

3. कोई भी सदस्य जिसे पोस्टल बैलेट सूचना नहीं प्राप्त होती, वह या तो कम्पनी के वेबसाइट से डाउनलोड कर सकता है अथवा कम्पनी से डुप्लीकेट पोस्टल बैलेट फार्म प्राप्त करने के लिए investors@ttlimited.co.in पर ई-मेल भेज सकता है। पोस्टल बैलेट / ई-वोटिंग के द्वारा मतदान से संबंधित किसी भी पूछताछ के लिए, सदस्य या तो श्रीमति रीतिका महेन्द्र राठौड़ (एसीएस 48493), कम्पनी सचिव, टी टी लिमिटेड, 879, मास्टर पृथ्वी नाथ मार्ग, अजमल खां पार्क के सामने, करोल बाग, नई दिल्ली-110005, ई-मेल आईडी investors@ttlimited.co.in, कॉल करें 011-45060708 से संपर्क कर सकता है अथवा ई-मेल helpdesk.evoting@cdsindia.com पर लिखें।

4. पोस्टल बैलेट का नतीजा अध्यक्ष द्वारा या उनके द्वारा अधिकृत किसी निदेशक द्वारा कम्पनी के पंजीकृत कार्यालय पर शनिवार, 29 जुलाई, 2017 को सायं 4.30 बजे या इससे पूर्व घोषित किया जाएगा। उक्त परिणाम कम्पनी के पंजीकृत कार्यालय पर प्रदर्शित किये जायेंगे, जहां कम्पनी के शेयर सूचीबद्ध हैं, ऐसे स्टॉक एक्सचेंजों में तथा रजिस्ट्रार एवं शेयर ट्रांसफर एजेंट को सूचित किया जाएगा और कम्पनी की वेबसाइट www.ttlimited.co.in तथा एजेंसी की वेबसाइट जो कि ई-मतदान सुविधा प्रदान कर रही है, जो कि सेंट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड (सीडीएसएल) पर जांचकर्ता की रिपोर्ट के साथ प्रदर्शित किया जाएगा।

यह सूचना एनएसई लिमिटेड (www.nseindia.com) तथा बीएसई लिमिटेड (www.bseindia.com) जहां पर कम्पनी के शेयर सूचीबद्ध हैं, की वेबसाइट पर भी उपलब्ध हैं।

मंडल के आदेश से
हस्ता/-

रीतिका महेन्द्रा राठौड़
(एसीएस 48493)

स्थान : नई दिल्ली
दिनांक : 28.06.2017

कम्पनी सचिव