

ASHIRWAD STEELS & INDUSTRIES LIMITED

CIN: L51909WB1986PLC040201

Regd. Office: 6, Waterloo Street, 5th Floor, Suite No.506,
Kolkata – 700 069, West Bengal.

Email ID: ashirwadsteels@gmail.com; Website: www.ashirwadsteels.com

NOTICE OF POSTAL BALLOT

(Notice pursuant to Section 180,230 to 232,114(2) and 110 of the Companies Act, 2013)

Dear Member(s)

Notice is hereby given pursuant to Section 180, 230 to 232, 114(2) and 110 (“the Act”) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) to the Members of Ashirwad Steels & Industries Limited (hereinafter referred to as “the Company”) to seek approval of a special resolution as a special business by way of postal ballot for giving and conferring powers and authority to the Board to dispose off the whole or substantially the whole of the undertaking of the company consisting of any or all the Industrial units of the company.

The business of the Postal Ballot can, in addition to physical voting, also be transacted through electronic voting system. Accordingly, the Company, in compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, is pleased to provide the Members, whether holding shares in physical or dematerialized form, with the facility to exercise their right to vote on the matter set out in the Postal Ballot Notice by electronic means i.e. through e-voting services provided by Central Depository Services (India) Limited (“CDSL”). The e-voting period will commence on 25th July, 2016 (9:00 A.M.) and end on 23rd August, 2016 (5:00 P.M.). Please read carefully and follow the instructions for e-voting as printed in the attachment to this Notice.

However, those Members, who do not have access to e-voting facility, can send their assent or dissent in writing through the Postal Ballot Form which is attached herewith. Once the vote is cast ; it cannot be changed subsequently. It is pertinent to note that the Member(s) can opt only one mode of voting i.e. either by e-voting or voting by physical mode through Postal Ballot. If Members are opting for e-voting, then they should not vote by physical ballot and vice versa. However, in case Members cast their vote by physical ballot and e-voting, then voting done through e-voting will prevail and voting done through physical ballot will be treated as invalid.

Members are requested to carefully read the instructions printed on the Postal Ballot Form and return the form duly completed and signed in the attached self-addressed envelope, so as to reach the Scrutinizer before the close of working hours (5:00 P.M.) on Tuesday the , 23rd August, 2016. Please note that any Postal Ballot Form(s) received after the said date and time will be treated as if reply from the Member has not been received. Members who have not received Postal Ballot Form may apply to the Company or RTA and obtain duplicate thereof or the postal ballot form can be downloaded from the link <https://www.evotingindia.com> or www.ashirwadsteels.com

The Scrutinizer will submit his report to the Chairman or in his absence, any person authorized by him, after the completion of the scrutiny and compilation of the Postal Ballots and votes cast by E-voting. The results of the voting by the Postal Ballot will be announced by the Chairman of the Company or in his absence, any person authorized by him, on 25th August, 2016 at the Registered Office of the Company. The result of the Postal Ballot along with the Scrutinizer’s Report, will on such announcement date, be posted on the Company’s website www.ashirwadsteels.com besides communicating to the Bombay Stock Exchange where the Company’s shares are listed. The date of declaration of the results of the Postal Ballot by the Company shall be deemed to be the date of passing of the said special resolution.

Members requiring any clarification on e-voting may contact CDSL by email at helpdesk.evoting@cdslindia.com or call on: 18002005533.

A copy of the proposed special resolution along with explanatory statement, u/s 102 of the company’s act 2013; is attached with this postal ballot notice.

The Board of Directors of the Company at its meeting held on 16th May, 2016 has appointed Mr. Arvind Kumar Saraf, Practicing Chartered Accountant, as Scrutinizer for conducting the Postal Ballot (physical & e-voting) process in accordance with law, in a fair and transparent manner.

By order of the Board of Directors
For **Ashirwad Steels & Industries Limited**

Sd/-

Manisha Chopra
Company Secretary

Place: Kolkata
Date: 16th May, 2016

ASHIRWAD STEELS & INDUSTRIES LIMITED

CIN: L51909WB1986PLC040201

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Email ID: ashirwadsteels@gmail.com; Website: www.ashirwadsteels.com

PART OF POSTAL BALLOT NOTICE DATED 16TH MAY, 2016 PROPOSED SPECIAL BUSINESS

ITEM NO. 1

To seek approval of the members of the company to a special resolution to be voted by way of postal ballots / E- Voting for conferring and giving powers and authority to the Board of Directors to sell/lease off/ dispose off/ monetize or demerge etc. of the entire or substantially the entire undertaking of the company comprising of all or any of the industrial units of the company as existing on date.

And accordingly to consider and, if thought fit, to pass the following Resolution as a Special Resolution:

SPECIAL RESOLUTION NO. :- 1

“**RESOLVED THAT** in terms of provisions of Sections 180, 230 to 232, 114(2), 110 and other applicable provisions and rules, if any, of The Companies Act, 2013; the Board of Directors of the Company be and are hereby authorized to sell or deal with or lease out or monetize or dispose off, or demerge to any separate legal person/ entity or body corporate or to make or arrive at any arrangements or compromises or amalgamation, subject to all such regulatory permissions or consents or no objections from such authorities or central govt as may be required or prescribed and subject to due compliance of all prescribed procedures and formalities as may be required under any law of the country and/or company's act, 2013; the entire or substantially the entire undertaking of the company comprising of all or any of the company's industrial units being Company's Hydrocarbon Gas Bottling Plants located at Raigarh (Chhattisgarh) and at Uluberia, Howrah, (West Bengal) and also the Company's Sponge Iron Plants located at Ghamaria, Adityapur Industrial Area, Jamshedpur and also Company's Sponge Iron Plant located at Vill. & P.O. Velimenedu, Dist. Nalgonda (Telengana), as existing on date, along with its/their fixed and/or current assets, in full or in part, to any prospective Party or Parties/buyer(s)/purchaser(s) /lessee(s)/Persons at such consideration value, Lease Rent and on such terms and conditions and in such manner as the Board of Directors may decide and deem fit and proper at their sole discretion keeping in view the best interest of the Company provided that the sale and other proceeds or consideration value received or receivable in cash or in kind arising out of such sale or deal with or lease out or demerger or any arrangement/compromise/merger, as the case may be, of any or all of the aforesaid industrial units shall be utilized for the working capital requirements of the Company or for making such investments including grant of loans to persons/ Body Corporates/ Legal entities; as are permitted under the provisions of Companies Act, 2013 or any other applicable law of the country or for investment in any allied or diversified business or industrial activity which the Board may undertake in the best interest of the Company or for any other purposes as are permitted under the provisions of Company's Act 2013, as amended from time to time, and/or any other law of the Country.”

The explanatory statement pursuant to the provisions of section 102 of the Company's act, 2013 pertaining to the above special resolution setting out the material facts and reasons thereof are also furnished hereunder. The Postal Ballot form on the aforesaid Special Resolution is sent to you as part of this postal ballot notice for your consideration and necessary action.

EXPLANATORY STATEMENT PURSUANCE TO SECTION 102 OF THE COMPANY'S ACT 2013:

Item 1 of the part of the Postal Ballot Notice dated 16.05.2016 : Being to seek approval by way of postal ballots for conferring and giving powers and authority to the Board of Directors to sell/lease off/dispose off/ monetize or demerge etc. of the entire or substantially the entire undertaking of the company comprising of all or any of the industrial units of the company as existing on date.

The Company's Hydrocarbon Gas Bottling Plant located at Raigarh (Chhattisgarh) and also Sponge Iron Manufacturing Plants located at Ghamaria, Adityapur Industrial Area, Jamshedpur and also at Vil. & P.O. Velimenedu, Dist. Nalgonda, Telengana are lying closed for the last few years due to uneconomic and unviable operations on account of unavoidable reasons and circumstances beyond the control of the management which inter-alia include unremunerative selling prices and shortage/unavailability of basic raw materials such as gas, coal and iron ore at affordable and economically viable rates. Such continuous closure of the above units is causing financial losses to the Company and hence the Board of Directors would like to have the option, powers and authority to sell or lease out or dispose off or monetise or to demerge etc any or all of the said industrial units to any prospective party or parties, buyer/purchaser (s)/Lessee (s) /Persons on the best available terms and conditions either in full or in part, as the case may be, along with the Fixed and/or Current Assets of the said units depending upon circumstances. The Company's Hydrocarbon Gas Bottling Plant at Uluberia, Howrah, West Bengal has been leased out for a temporary period to a Company against monthly lease rental. However, the Board of Directors would like to have similar option, authority and powers with respect to this Plant as well. The above proposed measures/actions are considered to be in the best interest of the Company under the existing circumstances and accordingly the Board recommends the Special Resolution to this effect for your consideration and approval and none of the promoters/ promoter group companies or Directors including Chairman & Managing director/Key Managerial Personnel/ and or their relative (s) are, in any way, personally concerned or interested, financially or otherwise, in the Special Resolution being item No.- 1 of the Part of the Postal Ballot Notice dated 16.05.2016 except to the extent of their individual shareholding in the company.

By order of the Board of Directors
For **Ashirwad Steels & Industries Limited**
Sd/-

Manisha Chopra
Company Secretary

Place: Kolkata
Date: 16th May, 2016

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES: (Forming part of Postal Ballot Notice Dated 16/05/2016)

1. The Postal Ballot Notice is being sent to all Member whose names appear in the Register of Members/Beneficiary Position maintained by the Depositories as on 24th June, 2016 and voting rights shall be reckoned on the paid-up value of the equity shares registered in the name(s) of Members as on 24th June, 2016.
2. The dispatch of the Postal Ballot Notices will be completed by 22nd July, 2016. The voting through Postal Ballot/e-voting will commence on 25th July, 2016 at 09.00 a.m. and end on 23rd August, 2016 at 05.00 p.m.
3. The Postal Ballot Form and self addressed business envelope are enclosed for use by the members
4. A Member who has not received the Postal Ballot Form may request the Company or RTA M/s Niche Technologies Pvt. Ltd., D-511, Bagree Market, 5th Floor, 71 BRB Basu Road, Kolkata 700001 for a duplicate form. The Postal Ballot Form/duplicate Postal Ballot Form duly completed in all respect should reach the Scrutinizer before 5.00 P.M. on 23rd August, 2016. The Postal Ballot received after the said date and time will be treated as if reply from the Member has not been received.
5. A member is not entitled to appoint a proxy to vote in his/her behalf by postal ballot.
6. The Board of Directors of the Company has appointed Mr. Arvind Kumar Saraf, Chartered Accountant in Practice, (Mem. No. 056138) as Scrutinizer for conducting the postal ballot process in a fair and transparent manner and to receive and scrutinize the completed ballot papers from the Members. After completion of his scrutiny, the Scrutinizer will submit his report to the Chairman or in his absence, any person authorized by him.
7. Relevant documents referred in the Notice are open for inspection by the Members at the Registered Office of the Company on all working days between 11:00 A.M. to 5:00 P.M. except Saturday between 10:00 A.M. to 2:00 P.M. upto 23rd August, 2016.
8. The Resolution will be taken as passed effectively on the date of announcement of the result by the Chairman of the Company or in his absence, any person authorized by him, if the result of the Postal Ballots indicates that the requisite majority (Number of votes cast in favour of Resolution are not less than 3 times the votes cast against the resolution) of the Shareholders had assented to the Resolution. The result of the Postal Ballot will be declared on 25th August, 2016., at the Registered Office of the Company at Kolkata. After declaration, the result of the Postal Ballot will also be posted on the Company's website www.ashirwadsteels.com and CDSL e-voting website i.e. www.evotingindia.com besides communicating the same to the Bombay Stock Exchange where the shares of the Company are listed.
9. The Postal Ballot Form and the self-addressed reply envelope are enclosed for use of Members. Members are requested to carefully read the instructions printed on the backside of the Postal Ballot Form before exercising their vote.
10. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has also extended e-voting facility as an alternate for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The Members have option to vote either through e-voting or through the physical Postal Ballot Form. If a Member opts for e-voting, then he/she should not vote by Postal Ballot and vice-versa. However, in case Members cast their vote, via physical Postal Ballot and e-voting, then voting through e-voting shall prevail and voting done by physical Postal Ballot shall be treated as invalid.
11. **GENERAL INSTRUCTIONS:**
 - (i) A shareholder can opt only for one mode for voting i.e. either Physical through Postal Ballot Form or e-voting. In case a shareholder opts for e-voting, he cannot exercise his vote through Postal Ballot Form and vice-versa. In case a shareholder opts for both the method, then voting cast through e-voting alone shall be considered.
 - (ii) Voting period commences on and from 25th July, 2016 at 09.00 A.M. and ends on 23rd August, 2016 at 5.00 P.M.
 - (iii) The results of the Postal Ballot and e-voting will be announced on 25th August 2016 at the Registered Office of the Company and shall also be published in the newspapers besides being posted on the website of the company.
 - (iv) The voting rights for the shares are one vote per equity share, registered in the name of shareholders/ beneficial owners of the Company as of the cut-off date of 24th June, 2016.
 - (v) The Scrutinizer's decision on the validity of the Postal Ballot and e-voting will be final.
 - (vi) **A. INSTRUCTIONS FOR VOTING BY PHYSICAL POSTAL BALLOT FORM:**
 - (i) The members are requested to carefully read the instructions printed hereunder and return the Postal Ballot form duly completed with the assent (for) or dissent (against), in the enclosed postage pre-paid self addressed envelope, so as to reach the scrutinizer, on or before 23rd August, 2016 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the member.
 - (ii) The members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy is permitted thereof.
 - (iii) Envelopes containing postal ballot form if deposited in person or sent by courier at the expense of the registered member will also be accepted.

- (iv) A member desiring to exercise his/her vote by postal ballot may complete this Postal Ballot Form (hereinafter called the 'Form') and send it to the Scrutinizer at the address in the attached self-addressed Business Reply Envelope. The postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Forms, if deposited with the Company in person or if sent by courier at the expenses of the shareholder, shall also be accepted by the Company.
- (v) There shall be one Postal Ballot for every Folio/Client ID irrespective of the number of the joint holders. A proxy shall not exercise the postal ballot.
- (vi) The Form should be completed and signed by the registered member. In case of joint share holding, the Form should be completed and signed by the first named member and in his/her absence, by the next named member.
- (vii) The signature of the member in the Form should be exactly similar to the specimen signature available on the records of company's Registrar and Share Transfer Agent or the concerned Depository, as the case may be.
- (viii) In case of minors, the Form should be signed by the natural guardian of the minor as per the records of our "Registrar and Share Transfer Agents" or the concerned Depository, as the case may be.
- (ix) 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.
- (x) Unsigned Forms will be rejected. The scrutinizer's decision on the validity of the Form shall be final and binding.
- (xi) A Member may request for duplicate Postal Ballot Forms, if so required. However, duly completed Postal Ballot Form should reach the Company/Scrutinizer not later than by the close of working hours of Tuesday, the 23rd August, 2016. Forms received after this date will be strictly treated as if the reply from such member has not been received.
- (xii) Voting rights shall be reckoned on the paid up value of the shares registered in the name of the members by the close of working hours of Friday, 24th June, 2016 taken as the cut-off date.
- (xiii) Members are requested not to send any other paper along with the Form in the enclosed self-addressed postage prepaid envelope, as such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
- (xiv) The Scrutinizer will finalize his report on the scrutiny of the Forms received and submit his report to the Chairman of the Company. The decision of the Chairman on the basis of the said report shall be final, conclusive and binding. The result of the postal ballot finalized as above will be placed on the Notice Board of the Company at its Registered Office on Thursday, the 25th August, 2016 and will also be posted on the Company's website www.ashirwadsteels.com.
- (xv) The date of declaration of postal ballot result will be taken as the date of passing of resolutions.
- (xvi) Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to
Miss Manisha Chopra (Company Secretary)
Ashirwad Steels & Industries Limited
6, Waterloo Street, 5th Floor, Suite no. 506, Kolkata- 700069.
Email: ashirwadsteels@gmail.com

B. INSTRUCTIONS FOR VOTING BY ELECTRONIC VOTING MEANS :

- I. In compliance with provisions of Section 110 of the Companies Act, 2013, Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide e-voting facility to its shareholders to enable them to cast their vote electronically, as an alternative to vote through postal ballot, the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL)

The process and manner for remote e-voting are as under:

- (i) The remote e-voting period commences on 25th July, 2016 (09:00 am) and ends on 23rd August, 2016 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 24th June, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID

- a. For CDSL:
 - b. 16 digits beneficiary ID,
 - c. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - d. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (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 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. "ASHIRWAD STEELS & INDUSTRIES LIMITED" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533
- (xx) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- c) Institutional Members / Bodies Corporate (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. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at ca.aksaraf@yahoo.co.in with a copy marked to helpdesk.evoting@cdslindia.com on or before 23rd August 2016, upto 5:00 pm without which the vote shall not be treated as valid. Those Body Corporates/Custodians shareholders/members who have submitted this Board Resolution in the previous year(s) are not required to resubmit the same unless there is change in authorized signatory (ies).
- d) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 24th June, 2016.
- e) The shareholders shall have one vote per equity share held by them as on the cut-off date of 24th June, 2016. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- f) The Notice of Postal Ballot will be sent to all the members, whose names appear in the register of members / depositories as at closing hours of business, on 24th June, 2016. The Notice of the Postal Ballot will also be sent electronically to those members whose e-mail IDs are registered with the Company / Depository Participant(s).
- g) Mr. Arvind Kumar Saraf, Chartered Accountant (M.No 056138) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting through postal ballot in a fair and transparent manner. The Scrutinizer will after the close of E-voting and Postal Ballot Period on 23/08/2016 (05.00PM) unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, and forward the same to the Chairman of the Company on 25.08.2016 for officially declaring the results.
- h) The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.ashirwadsteels.com and on the website of CDSL. The same will be communicated to the Stock Exchanges (BSE LTD.) where the Company’s shares are listed.

By order of the Board of Directors
For **Ashirwad Steels & Industries Limited**

Sd/-

Manisha Chopra
Company Secretary

Place: Kolkata
Date: 16th May, 2016

ASHIRWAD STEELS & INDUSTRIES LIMITED

CIN: L51909WB1986PLC040201

Regd. Office : 6, Waterloo Street, 5th Floor, Room No. 506A-B, Kolkata - 700 069

Email ID: ashirwadsteels@gmail.com; Website: www.ashirwadsteels.com

POSTAL BALLOT FORM

Sr. No.:

1. Name and Registered :
Address of Sole/First
named Shareholder/Member/
Beneficial Owner

2. Name of Joint holder(s), :
if any

3. DP ID No./ Client ID No./ :
Registered Folio No.

4. Number of Equity Shares held :

I/We, members/shareholders of the Company, do hereby exercise my/our vote in respect of the Special Resolution as set out in the Postal Ballot Notice dated 16/05/16 through postal ballot for the business stated in the said notice of the Company by sending my/our assent or dissent the said special resolution by placing the tick mark (✓) at the appropriate box below:

Type of Resolution	Description	No. of Equity Shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
Special Resolution	To Confer and give Powers and Authority to the Board of Directors to dispose off the whole or substantially the whole of the under taking of the company; with full particulars as mentioned and set out in the said special resolution forming part of the postal ballot notice dated 16.05.2016			

Place :

Date :, 2016

Signature of the Member/Beneficial Owner

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence No.)	USER ID	PAN / SEQUENCE NUMBER
160604003		

NOTES :

- Please read carefully the instructions mentioned in the notice and overleaf before exercising your vote.
- The duly completed Postal Ballot Form should reach the Scrutinizer by 23.08.2016 till 5.00 P.M.
- The Voting period will start on 25.07.2016 at 09.00 A.M. and will end on 23.08.2016 at 5.00 P.M.
- Please refer to e-voting instructions mentioned in the Notice.



INSTRUCTIONS

1. GENERAL INFORMATION

- a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.
- b) Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.
- c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy.

2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

- a) A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed and pre-paid postage envelope. The envelopes containing the Postal Ballots should reach the Scrutinizer not later than the close of working hours at 5.00 P.M. on 23rd August, 2016. All forms received after this date will be treated as if reply from the shareholders has not been received.
- b) The voting rights of the members shall be in proportion to their shares in the total paid-up equity share capital of the company as on 24th June, 2016.
- c) The self-addressed pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
- d) This Form should be completed and signed by the Sole / First named Shareholder. In the absence of the First named Shareholder in a joint holding, the Form may be completed and signed by the next named shareholder. (However, where the Form is sent separately by the First named Shareholder and Joint Holder(s), the vote of First named Shareholder would be valid).
- e) There will be One Postal Ballot Form for every Folio irrespective of the number of joint shareholder(s).
- f) In case of shares held by companies, trusts etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authority, with signatures of Authorized Signatories. Those Body Corporates/Custodians shareholders/members who have submitted this Board Resolution in the previous year(s) are not required to resubmit the same unless there is change in authorized signatory (ies).
- g) Members are requested not to send any other matter along with Postal Ballot Form in the enclosed self-addressed postage prepaid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
- h) Incomplete, unsigned or incorrectly filled Postal Ballot Forms are subject to rejection by the Scrutinizer.
- i) The votes should be cast either in favour of or against by putting the (√) in the column provided for assent or dissent. Postal Ballot Forms bearing tick mark in both columns will render the Form incorrect and votes contained therein invalid.
- j) A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Company's Registered Address:

ASHIRWAD STEELS & INDUSTRIES LIMITED

6, WATERLOO STREET, 5TH FLOOR,
ROOM NO. 506A-B,
KOLKATA 700069.

Note:

Members (s) who wish to cast their vote by E-Voting may please refer the Procedure of E-Voting as mentioned in the Notice of the Postal Ballot dated 16.05.2016.

