



## ASHIRWAD STEELS & INDUSTRIES LIMITED

CIN: L51909WB1986PLC040201

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

Email ID: [ashirwadsteels@gmail.com](mailto:ashirwadsteels@gmail.com); Website: [www.ashirwadsteels.com](http://www.ashirwadsteels.com)

### NOTICE OF POSTAL BALLOT TO THE MEMBERS

Notice is hereby given that pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), if any, read together 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, two Special Resolutions are proposed to be considered as passed by way of postal ballot / electronic voting.

The Company proposes to sell, assign, transfer, convey, deliver or demerge or lease out or otherwise dispose off its any or all the three Industrial Units being (i) Sponge Iron Plant located at Vil. Veliminedu, Dist. Nalgonda, Telengana, and (ii) L.P.G. Bottling Plant located at Uluberia Industrial Growth Centre, Howrah, West Bengal and also (iii) L.P.G. Bottling Plant located at Kisnapur, Raigarh, Chhattisgarh, in any appropriate and permitted way/basis/mode and for such appropriate consideration as is deemed fit and proper and/or on such other terms and conditions as may be decided by the Board of Directors as it may deem fit and appropriate in the best interest of the Company at its sole discretion. In terms of Section 180(1)(a) of the Companies Act, 2013, such disposal of Company's units require approval of shareholders/members through a Special Resolution by Postal Ballot Process.

In terms of requirements of the provisions of section- 186 of the companies Act, 2013 and other applicable provisions and rules thereto; the Board of Directors also seek shareholder's permission and approval through a separate special resolution enabling them to make necessary/appropriate investments, aggregating to upto Rupees Fifty Crores, out of the existing surplus funds of the company and/or out of the proceeds of the consideration value of "disposal" of the said units/undertakings of the company, if any, and as and when realized/received. An Explanatory Statement pertaining to the Special Resolutions setting out the material facts and the reasons, for which such Resolutions are proposed, is also annexed to the Postal Ballot Notice dated 25.06.2018 as required under Section 102 of the Companies Act, 2013. The dispatch of Postal Ballot Notice along with texts of Special Resolutions, Explanatory Statements, Postal Ballot Form etc to the eligible shareholders holding shares as on the cut-off date of 29.06.2018 has been completed on Friday, 13<sup>th</sup> July, 2018.

The Board has appointed Mr. Arvind Saraf, Practicing Chartered Accountant, (Membership No: 056138) as the Scrutinizer for conducting the Postal Ballot/Electronic Voting process in a fair and transparent manner and to submit his report after the polling process is over and complete.

Any member who has not received the Postal Ballot Form may request the Company at [ashirwadsteels@gmail.com](mailto:ashirwadsteels@gmail.com) or Share Transfer Agent, M/s Niche Technologies Pvt. Ltd., at [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) for a duplicate form. Postal Ballot Notice and Form can also be downloaded from the websites namely [www.ashirwadsteels.com](http://www.ashirwadsteels.com) or [www.bseindia.com](http://www.bseindia.com) or CDSL e-voting website i.e. [www.evotingindia.com](http://www.evotingindia.com).

The Company has engaged services of CDSL for the purpose of providing e-voting facility to all its members. The members are requested to note that voting, both through physical postal ballot form and remote e-voting commences on and from Wednesday, 18th July, 2018 at 09.00 A.M. (IST) and ends on Thursday, 16th August, 2018 at 5.00 P.M. (IST). The remote e-voting module will be disabled by CDSL thereafter and the members shall not be allowed to vote beyond the said date and time. For casting votes, the members are requested to carefully read the instructions printed the on Postal Ballot Notice and on the back side of the Ballot Form.

Voting rights shall be reckoned on the paid up value of shares registered in the name of the member as on Friday, the 29th of June, 2018. Members can opt for only one mode of voting i.e. either by physical Postal Ballot Form(s) or by remote e-voting. In case Members cast their votes both by Postal Ballot Form(s) and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.

Members may please return the duly completed and signed Postal Ballot Form(s) in the prepaid envelope sent along with the Postal Ballot Notice so as to reach the scrutinizer on or before Thursday, 16th August, 2018 at 5.00 P.M., failing which it will be considered that no reply has been received from the members. 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.

The results of the Postal Ballot including e-voting shall be announced by the Chairman & Managing Director or by any authorized Director or by the Company Secretary on Friday, 17th August, 2018 at the Registered Office of the Company and shall be communicated to BSE Limited, Registrar and Share Transfer Agent and shall also be displayed on Company's website at [www.ashirwadsteels.com](http://www.ashirwadsteels.com). and also on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com). The date of declaration of the results of the postal ballot/E-voting shall be the date on which both the special resolutions would be deemed to have been passed, if approved by the requisite majority

In case any member/shareholder has any queries, grievances, or issues relating to the Postal Ballot/E-voting; please write to Company's Registrar and Transfer Agent, M/s Niche Technologies Pvt. Ltd., at D-511, Bagree Market, 5th Floor, 71 BRB Basu Road, Kolkata 700001 (E-mail at :- [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com)) or may send an e-mail to Shweta Mishra, the Company Secretary at [ashirwadsteels@gmail.com](mailto:ashirwadsteels@gmail.com). and for any queries relating to remote e-voting, members may refer to Frequently Asked Questions (FAQs) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 1800 22 5533.

Place: Kolkata  
Date:14.07.2018

**For Ashirwad Steels & Industries Limited**  
Sd/-  
**Shweta Mishra**  
**Company Secretary**