

# AI CHAMPDANY INDUSTRIES LIMITED

CIN : L51909WB1917PLC002767

Regd. Office: 25, Princep Street, Kolkata – 700 072

e-mail: cil@ho.champdany.co.in, website: www.jute-world.com

Ph: 033-22377880 Fax: 033- 22363754

## POSTAL BALLOT NOTICE

Pursuant to Section 110 of the Companies Act, 2013

&

Companies (Management and Administration) Rules, 2014

Dear Member(s),

Notice is hereby given to the members of AI Champdany Industries Limited (the 'Company'), pursuant to section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (which includes any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) for seeking approval of the members to be accorded by way of postal ballot.

To consider and if deem fit, to pass the following resolution as a special resolution:

### Issue of Equity Shares on a Preferential basis:

**RESOLVED THAT** pursuant to the provisions of section 62(1)(c) of the Companies Act, 2013 (the "Act") read with rule 13 of the Companies (Share Capital and Debenture) Rules, 2014 and section 42 of the Act read with rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and all other applicable provisions, if any, of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the memorandum and articles of association of the Company, the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and the provisions of Chapter VII – "Preferential Issue" of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations") and in accordance with all other applicable regulations, guidelines and clarifications thereon issued by the Securities and Exchange Board of India ("SEBI"), Government of India ("GOI") or any other statutory / regulatory authorities and subject to all such approvals, permissions, consents and sanctions of any authority (ies), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions, consents or sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company ("Board") to create, offer, issue and allot, on preferential basis upto 33,33,000 (Thirty Three Lakhs Thirty Three Thousand) equity shares of the face value of Rs. 5 /- each ("Equity Shares"), ranking pari-passu in all respects, including as to dividend, with the existing equity shares of the Company, at a price of Rs. 21 /- each, determined in accordance with regulation 76A of the ICDR Regulations (on the basis of the valuation report of M/s G. Basu & Co., (Firm Registration No.301174E), Independent Chartered Accountant), to certain promoter/promoter group entities (hereinafter referred to as the "Proposed Allottees"), more particularly mentioned in the table below, in such manner and on such terms and conditions, as the Board may, in its absolute discretion, think fit:

SI. No.	Name of the Proposed Allottee(s)	No. of Shares
1	Amar Investments Ltd.	11,11,000
2	Shibir India Ltd.	11,11,000
3	Rishra Investments Ltd.	11,11,000
	Total	33,33,000

### RESOLVED FURTHER THAT

- The "Relevant Date" pursuant to Regulation 71 of the ICDR Regulations in relation to the above mentioned preferential issue of Equity shares shall be Monday, 8<sup>th</sup> January, 2018, which is 30 (thirty) days prior to the last date for receipt of postal ballots.
- The Equity Shares being infrequently traded, the issue price of the said Equity Shares is fixed at Rs. 21/- per share which has been determined in accordance with the provisions of regulation 76A of the ICDR Regulations and has been certified by M/s G. Basu & Co., (Firm Registration No.301174E) Independent Chartered Accountant.

**RESOLVED FURTHER THAT** the Board be and is hereby severally authorised to decide and approve the terms and conditions of the issue of Equity Shares and shall also be entitled to vary, modify or alter any of the terms and conditions of the issue and do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolutions, including execution of all certificates, documents, return of allotment, applications, forms and other writings as they or any of them may consider

necessary or appropriate pursuant to or otherwise in connection with or to give effect to the above resolutions including making necessary filings, including the return of allotment in Form PAS-3 with the Registrar of Companies, Kolkata, and any other filings with any other authority and in this regard do all such acts that may be necessary or incidental to the issuance and allotment of the Equity Shares.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers conferred herein to any Director(s) or to any Committee of Directors or employee or officer of the Company, as it may consider appropriate, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to issue and allot the said Equity Shares which shall be subject to the provisions of the Memorandum and Article of Association of the Company and shall rank pari passu in all respects, including entitlement for dividend, with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to accept the terms, conditions, modifications and stipulations as the GOI, Reserve Bank of India (RBI), SEBI or Stock Exchanges or any other regulatory authority may stipulate while granting approval to the Company for issue of the Equity shares.

**RESOLVED FURTHER THAT** the Board is hereby authorised to take necessary steps for listing of the said Equity shares, on the Stock Exchanges where the Company's shares are listed as per the terms and conditions of the LODR Regulations and in accordance with such other guidelines, rules and regulations as may be applicable with regard to such listing.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary, expedient, usual, proper, incidental or desirable and to settle any question, difficulties or doubts that may arise in this regard and in regard to the issue, allotment of the Equity shares and utilisation of the issue proceeds, to enter and execute all such deeds, documents, agreements or other instruments, and to take such actions/directions as they may consider as being necessary or desirable and to obtain any approval, permissions, sanctions which may be necessary or desirable as they may deem fit.

By order of the Board  
For **AI Champdany Industries Limited**

Date: 16<sup>th</sup> December, 2017  
Place: Kolkata

B.K. Chowdhury  
Company Secretary

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts of the proposed special resolution is annexed 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 (CDSL) as on close of working hours on **Friday, 15<sup>th</sup> December, 2017**. The Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding) / the Company's registrar and share transfer agent (in case of physical shareholding). For Members whose email IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with a postage-prepaid self-addressed Business Reply Envelope
3. Members who have received postal ballot notice by e-mail and who wish to vote through physical postal ballot form may send an email to [cil@ho.champdany.co.in](mailto:cil@ho.champdany.co.in) and obtain a physical copy thereof along with postage-prepaid self-addressed Business Reply Envelope.
4. The Board of Directors of the Company has appointed Mr. B. Unnikrishnan Nair, Practising Company Secretary (Membership No. FCS 5546 and CP No. 10778) (Address: L-73/1 Sarsuna Satellite Township, Phase 1, Shakuntala Park, Kolkata-700061) as the Scrutinizer, who has consented to act as such, to scrutinize the postal ballot process in a fair and transparent manner.
5. You are requested to carefully read and follow the instructions printed on the form and record your assent (for) or dissent (against) therein by filling the necessary details and by signing on the designated place in the form and return the same in original, duly completed, in the enclosed self-addressed business reply envelope (postage of which will be borne by the Company), so as to reach the Scrutinizer by 5:00 p.m. on Wednesday, 7<sup>th</sup> February, 2018. Your assent / dissent received after 5:00 p.m., on Wednesday, 7<sup>th</sup> February, 2018 would be strictly treated as if a reply has not been received.
6. In case the shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his/her absence, by the next named member.
7. In case of shares held by companies, trusts, societies, etc. the duly completed postal ballot form should be accompanied by a certified copy of the board resolution/authority letter together with attested specimen signature(s) of the duly authorized signatory/ies, giving requisite authority to the person voting on the postal ballot form.

8. You are requested to exercise voting rights either using the attached postal ballot form (no other form or photocopy of the postal ballot form is permitted) or through e-voting.
9. The scrutinizer shall submit a consolidated report of voting (e-voting & ballot) of the total votes cast in favour and/ or against, to the Chairman or person authorized by the Chairman. The results of voting by postal ballot will be declared at the Registered Office of the Company on Friday, 9<sup>th</sup> February, 2018 at 6:00 p.m. The results along with the scrutinizer's report will be displayed on the Company's website as well as on NSDL website viz. www.nSDL.co.in and will be communicated to the stock exchanges where Equity Shares of the Company are listed. In the event, the draft resolution is assented to by the requisite majority of shareholders by means of postal ballot, Wednesday, 7<sup>th</sup> February, 2018, being the last date for receipt of duly completed postal ballot form shall be deemed to be the date of passing of the said resolution.
10. Members cannot exercise their vote by proxy on Postal Ballot.
11. In compliance with the provisions of Section 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014 and amendments made thereto, and Regulation 44 of the LODR Regulations, the Company is providing facility to its members for voting by electronic means through e-voting services as provided by the National Securities Depository Limited (NSDL), which would enable them to cast their vote electronically, instead of through physical postal ballot form and the business may be transacted through such voting. The detailed process for exercising the e-voting facility is given in point no.16. Members are requested to carefully read the instructions of e-voting before exercising their vote. Reference to postal ballot(s) in this notice includes voting through electronic means.
12. Members can opt only for one mode for voting i.e. either Physical through Postal Ballot Form or e-voting. If a member has opted for e-voting, then he/she should not vote by physical ballot also and vice-versa. However, in case member cast his/her vote both via physical ballot and e-voting then voting done by e-voting shall prevail and voting through physical ballot shall be invalid.
13. The voting (postal & e-voting) begins on **10:00 AM on Tuesday, 9<sup>th</sup> January, 2018** and ends on **Wednesday, 7<sup>th</sup> February, 2018 at 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 (i.e. Record date) viz. **Friday, 15<sup>th</sup> December, 2017** may cast their vote. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be able to change it subsequently. A person who is not a member as on the Record Date should treat this notice for information purposes only.
14. All the documents referred to in the accompanying notice are available for inspection by the members at the registered office of the Company on all working days (except Saturdays and Sundays), between 2:00 P.M. to 5:00 P.M. up to the last date for casting of vote by postal ballot.
15. Any query/grievances connected with the voting by postal ballot including voting by electronic means may be addressed to the Company Secretary, AI Champdany Industries Limited, 25, Princep Street, Kolkata – 700 072 or at 033-2237 7880 or at cil@ho.champdany.co.in.
16. The instructions for members for voting electronically are as under:-
  - I(A). In case a member receives an e-mail from NSDL [for members whose e-mail address are registered with the Company / depository participant(s)]:
    - (i) Open email and open PDF file viz; **"AI Champdany e-voting.pdf"** with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.  
NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "AI Champdany e voting.pdf".
    - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nSDL.com/>
    - (iii) Click on Shareholder - Login
    - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
    - (v) Password change menu appears. Change the password/PIN with a new password of your choice with minimum 8 digits/characters or combination thereof. Note the new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
    - (vi) Home page of e-voting opens. Click on e-voting: Active Voting Cycles.
    - (vii) Select "EVEN" of AI Champdany Industries Ltd.
    - (viii) Now you are ready for e-voting as "Cast Vote" page opens.
    - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
    - (x) Upon confirmation, the message "Vote cast successfully" will be displayed
    - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote

- (xii) Institutional shareholders (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, to the scrutinizer through e-mail to bncomp21@gmail.com, with a copy marked to evoting@nsdl.co.in and cil@ho.champdany.co.in .

Please note that:

- o Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.
  - o Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
  - o It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- (B). In case a Member receives physical copy of the notice of postal ballot [for members whose email IDs are not registered with the Company/ depository participants(s) or requesting physical copy]:
- (i) Initial password is provided in a separate Annexure:  
**EVEN** (E Voting Event Number)      **USER ID PASSWORD/PIN**
  - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following telephone no. 022-24994600 or at toll free no. 1800-222-990.
- III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.  
In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID + Client ID).  
In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No + Folio No).
- IV. Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- V. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.

## **Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013**

The Company intends to raise funds for its working capital requirements, reduction of liabilities and for general corporate purposes. Accordingly, the Board at its meeting held on 17<sup>th</sup> November, 2017, considered, subject to necessary approval(s), issuance of upto 33,33,000 (Thirty Three Lakhs Thirty Three Thousand) equity shares of the face value of Rs. 5 /- each at a price of Rs. 21 /- each, in accordance with the ICDR Regulations, on a preferential basis to certain promoter/ promoter group entities as mentioned in the notice (hereinafter referred to as the "Proposed Allottees").

In terms of the provisions of Section 62(1)(c) read with Section 42 of the Act and Rules made thereunder, and ICDR Regulations, as amended, a company can undertake preferential allotment only after obtaining prior approval of the shareholders by way of special resolution.

The details of the issue and other particulars as required in terms of the Act and ICDR Regulations in relation to the aforesaid Special Resolution are given as under:

**1. Objects of the Preferential Issue:**

As mentioned above, the Company intends to make the proposed preferential issue of Equity Shares for its working capital requirements, reduction of liabilities and for general corporate purposes.

**2. The total number of Equity Shares to be issued:**

The Board intends to offer, issue and allot upto 33,33,000 (Thirty Three Lakhs Thirty Three Thousand) equity shares of the face value of Rs. 5 /- each on preferential basis in accordance with the ICDR Regulations and other applicable laws.

**3. The price at which the allotment is proposed:**

The price of the Equity Shares has been fixed as Rs. 21 /- per Equity Share in accordance with the provisions of regulation 76A of the ICDR Regulations.

**4. Basis on which price has been arrived at along with report of the registered valuer:**

The Equity Shares of the Company are infrequently traded. Accordingly, the issue price of the said Equity Shares has been determined in accordance with the provisions of regulation 76A of the ICDR Regulations. M/s G. Basu & Co, (Firm Registration No.301174E) Independent Chartered Accountant, has certified that the aforesaid price has been computed in accordance with the ICDR Regulations.

**5. The proposal / intention of the Promoters, Directors or Key Managerial Personnel to subscribe to the Offer:**

Save and except the Proposed Allottees, none of the other promoters, directors or key managerial personnel of the Company intend to apply/subscribe to any of the Equity Shares.

**6. Relevant date:**

The Relevant date for the purpose of this issue shall be 8th January, 2018, being the date 30 days prior to the deemed date of passing of special resolution by the members of the Company through postal ballot to approve the proposed preferential issue, in accordance with the ICDR Regulations. Where the Relevant Date falls on a weekend / holiday, the day preceding the weekend / holiday will be reckoned to be the Relevant Date. However, since the shares are infrequently traded, the pricing has been arrived at as per regulation 76A of the ICDR Regulations.

**7. The class or classes of persons to whom the allotment is proposed to be made:**

The allotment is proposed to be made to the Proposed Allottees who form a part of the Promoter and Promoter Group of the Company.

**8. Shareholding Pattern before and after the Preferential Issue:**

Sl. No	Category of Shareholders	Pre-Issue Equity Shareholding (as on 30.09.2017)		Post-Equity Issue Shareholding	
		Number	%	Number	%
<b>A</b>	<b>Promoters and promoter group</b>				
	1. a) Indian Promoters	14,779,654	53.90	18,112,654	58.90
	b) Foreign Promoters	NIL	NIL	NIL	NIL
	<b>Sub Total</b>	<b>14,779,654</b>	<b>53.90</b>	<b>18,112,654</b>	<b>58.90</b>
<b>B</b>	<b>Non-promoter</b>				
	2. Institutional Investors				
	a) Mutual Funds/ UTI	NIL	NIL	NIL	NIL
	b) Financial Institutions/ Banks	2,731,516	9.96	2,731,516	8.88
	c) Insurance Companies/ Govt. Institutions	764	0.00	764	0.00
	d) Foreign Institutional Investors	1,332	0.00	1,332	0.00
	e) Qualified Foreign Investors	NIL	NIL	NIL	NIL
	f) Venture Capital Funds	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>2,733,612</b>	<b>9.96</b>	<b>2,733,612</b>	<b>8.88</b>
	3. Others				
	a) Bodies Corporate	533,127	1.95	533,127	1.73
	b) Individual holding	837,610	3.06	8,37,610	2.73
	c) Foreign Companies	8,533,332	31.12	8,533,332	27.75
	d) Non Resident Individuals	3,486	0.01	3,486	0.01
	e) Clearing Member	NIL	NIL	NIL	NIL
	f) others (Trust and Foundations)	10	0.00	10	0.00
	<b>Total</b>	<b>9,907,565</b>	<b>36.14</b>	<b>9,907,565</b>	<b>32.22</b>
	<b>Sub Total</b>	<b>12,641,177</b>	<b>46.10</b>	<b>12,641,177</b>	<b>41.10</b>
	<b>Grand Total</b>	<b>27,420,831</b>	<b>100.00</b>	<b>30,753,831</b>	<b>100.00</b>

**9. Proposed time frame within which the issue shall be completed:**

Pursuant to regulation 74, the allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the special resolution by the shareholders provided where the allotment is pending on account of any approval from any Regulatory Authority/Body the allotment shall be completed by the Company within a period of 15 days from the date of such approval.

**10. Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/ or who ultimately control the Proposed Allottees, the percentage of post preferential issue capital that may be held by them:**

Sl. No.	Name of the proposed allottees	Post-Equity Issue Shareholding	
		Number	%
1	Amar Investments Ltd.	3,656,619	11.89
2	Shibir India Ltd.	4,062,595	13.21
3	Rishra Investments Ltd.	4,948,832	16.09

The Proposed Allottees are listed companies and each of them form a part of the ownership chain of the other Proposed Allottees. Therefore, pursuant to the proviso to regulation 73(1)(e) of ICDR Regulations, disclosure on this account is not applicable.

**11. Change in control consequent to the preferential issue:**

The existing promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment.

**12. Requirement as to re-computation of price and lock-in of the Equity Shares**

Since the Equity Shares of the Company are infrequently traded, the Company is not required to re-compute the price of the Equity Shares and therefore, the Company is not required to submit the undertakings specified under Regulations 73(1) (f) and (g) of the ICDR Regulations.

**13. Auditors' Certificate:**

A copy of the certificate from M/s. G. Basu & Co., being the statutory auditor of the Company, certifying that the issue is being made in accordance with the requirements of the ICDR Regulations shall be made available for inspection at the registered office of the Company on all working days (except Saturdays, Sundays and Holidays) between 2.00 p.m. to 5.00 p.m. up to the last date for receipt of postal ballot i.e. February 7, 2018.

**14. Lock-in Period:**

The Equity Shares allotted to the Proposed Allottees shall be locked in as per Regulation 78 and other applicable provisions of the ICDR Regulations.

**15. Others:**

Save and except the preferential issue as proposed herein, the Company has made no other issue or allotment of securities on preferential basis during the year.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members. The Board recommends the resolution as set out in the accompanying notice for the approval of members as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution, except Mr. D. J. Wadhwa and Mr. B. Wadhwa, Promoter Directors of the Company and Mr. N. Pujara, Managing Director of the Company, together with their relatives, to the extent of their Shareholding.

By order of the Board  
For **AI Champdany Industries Limited**

B.K. Chowdhury  
Company Secretary

Date: 16<sup>th</sup> December, 2017  
Place: Kolkata

# AI CHAMPDANY INDUSTRIES LIMITED

CIN : L51909WB1917PLC002767  
Regd. Office: 25, Princep Street, Kolkata – 700 072  
e-mail: cil@ho.champdany.co.in, website: www.jute-world.com  
Ph: 033-22377880 Fax: 033- 22363754

## POSTAL BALLOT FORM

1. Name and Registered address of the :  
sole/ first named member
2. Name(s) of the joint-holder(s), if any :
3. Folio No./ DP ID\*/ Client ID\* :  
(\*applicable only to members holding  
shares in dematerialized form)
4. Number of share(s) held :
5. I /We hereby exercise my / our vote(s) in respect of the following special resolution to be passed through postal ballot for the special business stated in the Postal Ballot Notice dated December 16, 2017 of the Company by conveying my / our assent or dissent to the said resolution(s) by placing the tick (✓) mark in the appropriate box below:

Item No.	Description of Resolution	Number of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Issue of Equity Shares on Preferential basis to the Promoter group entities			

Place:

Date:

\_\_\_\_\_  
Signature of the member

#E-mail address:.....

Tel No:.....

#To be provided by the Members holding Shares in physical form. Members holding shares in electronic form who have not registered their email ID with the depository participant (DP) may please update email IDs/contact number with their DP.

**Note: Please read the instructions overleaf carefully before exercising your vote through this form.**

## INSTRUCTIONS

1. A Member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed envelope.
2. Mr. B. Unnikrishnan Nair, Practising Company Secretary (Membership No. FCS 5546 and CP No. 10778) has been appointed as the Scrutinizer by the Board of Directors of the Company.
3. This form should be completed and signed by the Member. In case joint holding, this form should be completed and signed (as per the specimen signature registered with the Company /Depository) by the first named Member and in his/her absence, by the next named Member.
4. Unsigned Postal Ballot Forms will be rejected.
5. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. on 7<sup>th</sup> February, 2018. Postal Ballot Form received after this date will be strictly treated as if reply from such member has not been received.
6. 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 box in the Postal Ballot Form. The assent or dissent received in any other physical form shall be considered invalid.
7. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Registrar and Transfer Agent (RTA)/ Depository Participant. In case of joint-holding, this Form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
8. In case of shares held by the companies, trusts, societies etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Authority.
9. Voting right shall be reckoned on the paid-up value of the share registered in the name of the Members/ Beneficial owner (in case of electronic shareholding) as on December 15, 2017 (Record Date).
10. Members are requested not to send any other paper alongwith the Postal Ballot Form in the enclosed envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer.
11. Incomplete, unsigned, incorrect, defaced or mutilated Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final and binding.
12. For every Folio No./DP ID/Client ID, there will be only one Postal Ballot Form irrespective of the number of joint-holder(s). Voting rights in the Postal Ballot cannot be exercised by a proxy.
13. The Company is also offering e-voting facility as an alternate, for all its Members to enable them to cast their votes electronically instead of using the Postal Ballot Form. The detailed procedure for e-voting has been enumerated in the Notes to the Postal Ballot Notice dated December 16, 2017.
14. 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.
15. In case of non-receipt of the Postal Ballot Form or for any query relating thereto, the Members may contact the Company Secretary, AI Champdany Industries Limited, 25, Princep Street, Kolkata – 700 072 or at 033-2237 7880 or at [cil@ho.champdany.co.in](mailto:cil@ho.champdany.co.in).
16. You are also requested to read the instructions given in the Notes to the Postal Ballot Notice dated December 16, 2017 carefully before exercising your vote.