

# AI CHAMPDANY INDUSTRIES LIMITED

(A TRADING HOUSE, recognised by Govt. of India) (Established in 1873)  
Pioneer Weaves & Spinners of Natural & Synthetic blended Fabrics & Yarns  
CIN : L51909WB1917PLC002767

REGD. OFFICE :  
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To  
The Manager  
Corporate Relationship Dept.  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P.J. Towers  
Dalal Street Fort  
Mumbai 400 001  
Scrip Code - 532806

Date: 04.07.2024

Dear Sir(s),

## Sub: Postal Ballot Notice

Further to our letter dated 14<sup>th</sup> June, 2024, pursuant to the Regulation 30 of SEBI (LODR) Regulations, 2015, we are enclosing herewith the Postal Ballot Notice for seeking approval of Members of the Company for Approval for Sale/Disposal of land and building pursuant to the provisions of section 180(1)(a) of the Companies Act, 2013 and Regulation 37A(1) of the SEBI (LODR) Regulations, 2015.


Further, the calendar of events in connection with the postal ballot is as under:

Sl No.	Particulars	Schedule
1	Cut - off Date for identification of voting	28.06.2024
2	Date and time of commencement of Remote e-voting	06.07.2024 at 9.00 AM
3	Date and time of end of Remote e-voting	05.08.2024 at 5.00 PM
4	Submission of report by the Scrutinizer	07.08.2024
5	Date of declaration of results of voting	07.08.2024

Kindly take the same on your record.

Thanking you,  
Yours faithfully,

For AI Champdany Industries Ltd

  
Gopal Sharma  
Company Secretary

**AI CHAMPDANY INDUSTRIES LIMITED**  
**CIN : L51909WB1917PLC002767**  
**Regd. Office: 25, Princep Street, Kolkata – 700 072**  
**e-mail: [cil@ho.champdany.co.in](mailto:cil@ho.champdany.co.in), website: [www.jute-world.com](http://www.jute-world.com)**  
**Ph: 033-22377880 Fax: 033- 22363754**

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**POSTAL BALLOT NOTICE**  
**(Pursuant to Section 110 of the Companies Act, 2013)**

Dear Member,

Notice is hereby given to the Members of AI Champdany Industries Limited, pursuant to Section 110 of the Companies Act, 2013 (the “Companies Act”), and all other applicable provisions, if any, of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Management Rules”) (including any statutory modification(s) or re-enactment(s) thereof, the General Circulars, issued by the Ministry of Corporate Affairs (the “MCA”), bearing No. 14/2020, No. 17/2020, No. 22/2020, No. 33/2020 , 39/2020, 10/2021, 20/2021 , 03/2022 and 11/2022 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020, June 23, 2021, December 8, 2021 , May 5, 2022, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September, 2023 respectively (collectively the “MCA Circulars”), and pursuant to other applicable laws and regulations, for seeking consent/approval of the Members of the Company in for the resolution appended below, by way of postal ballot (“Postal Ballot”) using remote electronic voting (“E-Voting”) facility.

In compliance with the MCA Circulars, the company is sending this Notice ONLY in electronic form to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent (‘RTA’)/ Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. The detailed procedure for remote e-Voting forms part of the ‘Notes’ section to this Notice.

An Explanatory Statement pursuant to Section 102 of the Act setting out all material facts relating to the proposed resolution is annexed hereto for your consideration.

The Board , in compliance with Rule 22(5) and Rule 20(4) (ix) of the Management Rules, has appointed Mrs. Rinku Gupta, (CP No. 9248) Practicing Company Secretary proprietor of Rinku Gupta & Associates, as the Scrutinizer for the postal ballot process/remote e-voting in accordance with the law and in a fair and transparent manner.

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged National Securities Depository Limited (“NSDL”) to provide e-voting facility for its Members. The procedure for e-voting is given in Point No. 12<sup>th</sup> below in the Notes. The E-Voting facility is available at the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com) from 09:00 AM on Saturday 6<sup>th</sup> July, 2024 up to the 05:00 PM on Monday 5<sup>th</sup> August, 2024. E-Voting module will be blocked by NSDL at 05:00 PM on Monday 5<sup>th</sup> August, 2024 and voting shall not be allowed beyond 5.00 PM on Monday 5<sup>th</sup> August, 2024. The Scrutinizer will submit her Report, in writing, upon completion of scrutiny of E-Voting data provided by NSDL, in a fair and transparent manner. The result on the resolution proposed to be passed through Postal Ballot/E-Voting shall be announced on or before 7<sup>th</sup> August, 2024 by 05:00 PM and will be displayed on the notice board at the Registered Office of the Company

and shall be communicated to BSE Limited where the equity shares of the Company are listed. The results of the Postal Ballot/E-Voting will also be displayed on the Company's website at [www.jute-world.com](http://www.jute-world.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The last date of the E- Voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite.

### **SPECIAL BUSINESS**

1. Approval for Sale/Disposal of land and building pursuant to the provisions of section 180(1)(a) of the Companies Act, 2013 and Regulation 37A(1) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations,2015:

To consider and if thought fit, to pass the following Resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sec 180 (1) (a) and other applicable provisions, if any of the Companies Act ,2013(“Act”) read with Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force),the enabling provisions of the Memorandum and Articles of Association of the company and Regulation of 37A(1)and other applicable provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 and subject to the such other approvals, consents and permissions obtained/ to be obtained from the appropriate third parties including concerned statutory authorities, approval of the members of the company be and is hereby accorded to the Board of the Directors of the company (hereinafter referred as the” Board” which term shall be deemed to include any Committee for sale/transfer/disposal of the company's immovable properties comprising of land situated at 5, Circus Avenue, Kolkata-700017 and Land & building situated at 7, Circus Avenue, Kolkata-700017 to Institute of Neuro Sciences, Kolkata (hereinafter referred to as the “Buyer”) in one or more tranches/phases for the total considerations of about Rs 21 Crores and subject to such terms and conditions as mutually agreed upon by the company with the Buyer.

“RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to finalize and execute necessary documents, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale/transfer of the immovable property as they may in their absolute discretion deem fit.”

By order of the Board of Directors

Date :14.06.2024  
Place : Kolkata

Sd/-  
Gopal Sharma  
Company Secretary

**NOTES :**

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Businesses under Item No. 1 is annexed hereto and also forms part of the Notice.
2. The Postal Ballot Notice is being sent by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on June 28, 2024 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, MCS Share Transfer agent Ltd ("RTA").
3. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the cut-off date. Any recipient of the Postal Ballot Notice who was not a Member of the Company as on the cut-off date should treat this Postal Ballot Notice for information purpose only.
4. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI Listing Regulations, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to the RTA on [mcssta@rediffmail.com](mailto:mcssta@rediffmail.com). Members holding shares in demat form are requested to register their e-mail addresses with their Depository Participant(s) only.
5. Resolutions, if passed by the Members through postal ballot are deemed to have been duly passed on the last date specified for the e-voting i.e. 5<sup>th</sup> August, 2024 in terms of Secretarial Standard – 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India .
6. A member cannot exercise his vote by proxy on Postal Ballot.
7. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one regional daily newspaper circulating in West Bengal (in vernacular language, i.e. Bengali).
8. In case of any query/grievance in connection with the Postal Ballot including evoting, Members may contact NSDL by e-mail at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or the Company Secretary at the contact details given hereinabove or at [cil@ho.champdany.co.in](mailto:cil@ho.champdany.co.in)
9. The Postal Ballot Notice is also placed on the website of the Company [www.jute-world.com](http://www.jute-world.com) and website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. The Board has appointed Mrs Rinku Gupta Practicing Company Secretary (CP No 9248) proprietor of Rinku Gupta & Associates ,as the Scrutinizer to conduct the Postal Ballot and remote e-voting process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman, Executive Director of the Company. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on or before 7<sup>th</sup> August, 2024.

11. The last date specified by the Company for remote e-voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority

**12. VOTING THROUGH ELECTRONIC MEANS (ELECTRONIC VOTING**

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the provisions of Regulation 44 of the Securities and Exchange Board of India (LODR) Regulations, 2015, as amended, the Members are provided with the facility to cast their vote electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its Members.

**The instructions for remote e-voting are as under:**

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1.Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2.If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p>

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/loginor> [www.cdslindia.com](https://www.cdslindia.com) and click on New System Myeasi.

2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.

3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>

4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in [www.cdslindia.com](https://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 1800 22 55 33

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.



7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

#### **General Guidelines for shareholders**

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csrinku.gupta@gmail.com](mailto:csrinku.gupta@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the 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 the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. 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 download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

#### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cil@ho.champdany.co.in](mailto:cil@ho.champdany.co.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cil@ho.champdany.co.in](mailto:cil@ho.champdany.co.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“THE ACT”)**

### **Item Nos. 1**

The company proposes to sell land parcel at 5, Circus Avenue, Kolkata-700017 and land with building thereon at 7, Circus Avenue, Kolkata-700017 to Institute of Neuro Sciences, Kolkata for a total consideration of about 21 crores in one or more tranches/Phases.

With a view to strengthen the Balance sheet of the company for funding its existing industrial units and working capital requirements the Board at its meeting held on 14th June, 2024 decided to monetize the company's immovable property situated at 5, and 7, Circus Avenue, Kolkata-700017 after evaluating various other options. Considering the scale and impact this transaction will have on the future prospects of the company, the board recommends the resolution for approval of the shareholders to ensure the company delivers sustainable shareholder value.

As the proposed sale of land and building falls within ambit of undertaking as per section 180(1)(a) of the companies Act, 2013 and Regulation 37A of SEBI listing Regulations, 2015, it is proposed to obtain approval of the share holders by the Special resolution through postal Ballot.

The Board commends the resolution for the approval of the Members of the Company as a Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

By order of the Board of Directors  
Sd/-  
Gopal Sharma  
Company Secretary

Dated: 14<sup>th</sup> June, 2024  
Place: Kolkata