

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Shareholders,

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 ('the Act') and other applicable provisions, if any, of the Act read together with the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, the resolutions set out below are proposed to be passed by way of Postal Ballot. The explanatory statement pertaining to the aforesaid resolutions setting out the material facts and the reason thereof are annexed hereto along with a postal ballot form (the "Form") for your consideration.

The Board of Directors of the Company (the "Board") has appointed Mr. Anand Lavingia, Practicing Company Secretary as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner. You are requested to carefully read the instructions printed on the Form, record your assent (for) or dissent (against) therein by filling necessary details and affixing your signature at the designated place in the Form and return the same in original duly completed in the enclosed self-addressed, postage pre-paid envelope so as to reach the Company not later than 05.00 p.m. on Sunday, August 14, 2016. Any voting whether by post or e-mail beyond said date and time will be considered as invalid.

Upon completion of the scrutiny of the Forms, the Scrutinizer will submit his report to the Director of the Company. The result of the postal ballot would be announced by the Director of the Company on Tuesday, August 16, 2016 at 06:00 P.M. at the registered office of the Company. The aforesaid result would be displayed at the registered office of the Company, besides being intimated to the Stock Exchanges, and displayed along with the Scrutinizer's report on the Company's website viz. www.deeptialloysteel.com.

Resolutions:

Item No. 1 – To approve Borrowing limits under Section 180 (1) (c) of the Companies Act, 2013:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **Special Resolution**

"RESOLVED THAT in supersession of earlier Resolutions passed by the Company, if any, and pursuant to provisions of section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of Company be and is hereby accorded to the Board of Directors of the Company to borrow monies as and when required, from, any Bank and/or other Financial Institution and/or foreign lender and/or any body corporate/ entity/entities and/or authority/authorities and/or through fixed rate notes, syndicated loans, debentures, commercial papers, floating rate notes, suppliers credit, any other securities or instruments, such as financial agencies and/or by way of commercial borrowings from the private short term loans or any other instruments etc. and/or through credit from of financial institution, either in rupees or in such other foreign currencies as may be deemed appropriate for the purpose of business of the Company, notwithstanding the fact that the monies so borrowed and the monies borrowed from time to time apart from temporary loans obtained by the Company exceed the aggregate of the paid up capital of the Company and its free reserves i.e. reserves not set apart for any specific purpose, provided that the total outstanding amount of such borrowings shall not exceed Rs. 50 Crores (Rupees Fifty Crores only) over and above the aggregate of the paid up capital of the Company and its free reserves at any time."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

Item No. 2 – To sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of such undertakings:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **Special Resolution**

"RESOLVED THAT in supersession of earlier resolutions passed by the Company, if any, and pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors for creation

of Charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board of Directors may determine, on all or any of the moveable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company, as the case may be in favor of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings availed / to be availed by the Company by way of loan(s) (in foreign currency and / or rupee currency) and securities (comprising fully / partly convertible debentures and/or non convertible debentures with or without detachable or non-detachable warrants and / or secured premium notes and / or floating rate notes / bonds or other debt instruments), issued / to be issued by the Company including deferred sales tax loans availed / to be availed by various Units of the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Act together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s) / Trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s), Debenture Trust Deed(s) or any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies) representing various state government and/or other agencies etc. in respect of the said loans / borrowings / debentures / securities / deferred sales tax loans and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies), etc.”

“RESOLVED FURTHER THAT the securities to be created by the Company as aforesaid may rank prior / pari passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to finalize the documents for creating the aforesaid mortgages and/or charges and to do all such acts, things and matters as may be necessary for giving effect to the above resolution.

Item No. 3 – Power under Section 186 of the Companies Act, 2013:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **Special Resolution**

“RESOLVED THAT pursuant to Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made there under (including any statutory modifications or re-enactment thereof, for the time being in force), as amended from time to time, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to Give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate or Invest / acquire the securities of any body corporate by way of subscription / purchase or otherwise up to a sum of Rs. 50 crore (Rupees Fifty Crore Only), notwithstanding that the aggregate of the loan, guarantee or security or investments so far given/provided / made or to be given/provided / made exceeds the limits / will exceed the limits laid down by the Act.

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and steps necessary, expedient or proper, in respect of the above mentioned investment(s) (collectively “transactions”) including the timing, the amount and other terms and conditions of such transactions and also to take all other decisions including varying any of them, through transfer or sale, divestment or otherwise, either in part or in full, as it may, in its absolute discretion, deem appropriate, subject to the specified limits for effecting the aforesaid transaction.”

Item No. 4 – Approval of Sub-division of Equity Shares of Rs. 10/- each into Equity Share of Rs. 1/- each:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as an **Ordinary Resolution**

“RESOLVED THAT pursuant to Section 61 and 64, and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under applicable Articles of Association of the company, and subject to such approvals, consents, permissions and sanctions, if any, the consent of shareholders be and is hereby accorded for sub division of each Equity Share of the Company having a face value of Rs. 10/- each fully paid-up into 10 (Ten) Equity Shares of the face value of Re. 1/- each fully paid-up, with effect from the “Record Date” to be determined by the Board of the Directors for this purpose.”

“RESOLVED FURTHER THAT on sub-division, 10 (Ten) Equity Share of face value of Re. 1/- each be allotted in lieu of existing 1 (one) Equity Share of Rs. 10 each subject to the terms of the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with the existing fully paid Equity Shares of Rs. 10/- each of the Company.”

“RESOLVED FURTHER THAT on sub-division of Equity Shares as aforesaid, the exiting share certificate(s) in relation to the existing Equity Shares of the face value of Rs. 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record date and the Company may issue and dispatch the new share Certificate(s) of the Company in lieu of such existing share certificate(s), subject to the provision of the Companies (Share Capital and Debentures) Rules, 2014 and in case of Equity shares held in dematerialised form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the members with depository participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to make appropriate adjustments, if any, due to the sub-division of Equity Shares as aforesaid.”

“RESOLVED FURTHER THAT the Board of directors of the company be and are hereby authorized to fix a Record Date and to take all the necessary steps for giving effect the foregoing resolution, including recall of the existing share certificates, issue of new share certificates in lieu of the existing issued share certificates in terms of the foregoing resolutions and in accordance with the applicable provisions of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014.”

Item No. 5 – Alteration of Clause V (Capital Clause) of Memorandum of Association:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as an **Ordinary Resolution**

“RESOLVED THAT subject to Section 13, 61 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approval(s) from the concerned Statutory Authority(ies), Clause V of the Memorandum of Association of the Company relating to Capital be substituted by the following Clause:

- V. The Authorised Share Capital of the company is Rs. 4,50,00,000/- (Rupees Four Crores Fifty Lakhs Only) divided into 45000000 (four crores fifty lakhs) Equity Shares of Re. 1/- (Rupee one) each.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to file necessary forms, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

Item No. 6 - Alteration in the Main Object Clause of the Memorandum of Association of the Company:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **Special Resolution**

“RESOLVED THAT pursuant to Section 4, 13 and other applicable provisions, if any of the Companies Act, 2013, (including any statutory modifications or re -enactment thereof, for the time being in force), and the rules framed there under, and subject to such consent(s), approval(s) and permission(s) as may be required in this regard and subject to such condition as may be imposed by any authority while granting such consent(s), approval(s) and permission(s), the Consent of the Members of the Company be and is hereby accorded, for alteration in the Object Clause (Clause III) of the Memorandum of Association of the Company by inserting following clause as sub clause 1 and re-numbering existing sub clauses as “1 and 2” as “2 and 3”.

1. *To carry on in India or elsewhere the Business to Generate, manufacture, trading, receive, produce, improve, transmit, distribute, purchase, procure, sell, trade, import, export, acquire, develop, handle, protect, supply, and to act as agent, broker, representative, consultant, collaborator, trader or otherwise to deal in all oil, lubricants, energy giving products such as Solar Photovoltaic Modules, Solar Panels, Solar Cells Constructions & Setup of Solar Farm, Electricity Generation and distribution, Solar lantern, Solar Water Pumps, Solar Home Lighting Systems, Solar street Lights, solar traffic blinkers and other relevant products & raw Materials which are consonance with solar and other renewable energy & Manufacturing and Merchandising – Products that are designated as reflective and / or thermal and / or acoustic and / or moisture insulating materials for the construction section in structures or elements of building intended for housing, offices, commercial activity, industrial activity, farming activity, for the live stock section in such application as poultry houses, pigsties and species of farming crops, agriculture, leisure as well as in structures of cars and aircraft.*

Deepti Alloy Steel Limited
CIN: L27109GJ1993PLC018943

Registered Office: 317, Village - Kharval, Taluko - Dharampur, Dist. Valsad
Phone: 0260 – 2421575 **E-Mail:** investor.deepti@gmail.com | **Website:** www.deeptialloysteel.com

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to file necessary forms, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

Item No. 7 - Change of Registered Office of the Company from Valsad in the “State of Gujarat” to Ahmedabad in the “State of Gujarat”:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **Special Resolution**

“RESOLVED THAT pursuant to Section 12 and other applicable provisions, if any of the Companies Act, 2013 read with rule 28 of the Companies (Incorporation) Rules, 2014, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, the Registered Office of the Company be shifted from 317, Village - Kharval, Taluko-Dharampur, Dist. Valsad to 308, Shital Varsha Arcade, Hotel Classic Gold Road, Opp. Girish Cold Drinks, C. G. Road, Ahmedabad – 380 009, i.e. outside the local limits of city, town, or village but within the same state i.e. within the State of Gujarat.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to file necessary forms, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

By order of the Board of Directors
For, Deepti Alloy Steel Limited

Parikshit Mahatma
Whole-time Director
DIN: 01599675

Date: July 14, 2016
Place: Valsad

Explanatory Statement

(Pursuant to provisions of Section 102 of the Companies Act, 2013)

Item No. 1 & 2

As per Section 180(1)(c) of the Companies Act, 2013 the Board of Directors shall not borrow money in excess of the Company's paid-up share capital and free reserves, apart from temporary loans obtained from the Company's Bankers, etc. in the ordinary course of business, except with the approval of the Company accorded by a Special Resolution.

The Company borrows funds from the Banks and Financial Institutions for its business and considering the growth of the business, the Board is of the opinion that the Company may require to borrow additional funds for both organic and inorganic growth. In view of the requirements of the increased borrowings requirement in future and to comply with the requirements of section 180(1)(c) or other applicable provisions of the Companies Act, 2013, the members of the Company shall pass a Special Resolution as set out at item No. 1 of the Notice, to enable the Board of Directors to borrow in excess of the aggregate of the paid-up share capital and free reserves of the Company. Approval of the members is being sought to borrow the money up to Rs. 50 Crores (Rupees Fifty Crores only) in excess of the aggregate of the paid-up share capital and free reserves of the Company, apart from temporary loans obtained from the Company's Bankers, etc. in the ordinary course of business.

Further, as per Section 180(1)(a) of the Companies Act, 2013, the Board of Directors shall not sell, lease or otherwise dispose of the whole or substantially whole of the undertaking of the company. In view of the resolution relating to borrowing powers stated in Item No. 1, the Company may have to create further charges / mortgages in favour of the lenders. Since the invocation of security / mortgage by the lender may be regarded as a disposal of the undertaking by the Company in favor of the Institutions / Banks, it is necessary for the members to pass a special resolution under Section 180(1)(a) of the Companies Act, 2013 before creation of the said charges / mortgages.

It is, therefore, necessary for the members to pass a Special Resolution under Section 180 (1)(c) & (1)(a) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 1 and 2 of this Notice, to enable to the Board of Directors to borrow money and create charges/mortgages to secure the borrowings as mentioned in Item No. 1 and 2 of this Notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 1 & 2.

Item No. 3

As per Section 186 of the Act read with the Rules framed thereunder, the Company is required to obtain the prior approval of the Members by way of a Special Resolution for giving loan to any person or body corporate or giving guarantee or providing security in connection with a loan to any other person or body corporate or Invest / acquire the securities of any body corporate by way of subscription / purchase or otherwise in excess of 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is higher.

As on date the aggregate amount of the investments in shares / debentures, loans and guarantee(s) / security(ies) made, given, or provided by the company to other bodies corporate are within the limits provided in Section 186 of the Companies Act, 2013. However looking to the future business requirements the Board feel prudent and desirable to have ad-hoc limit up to which Board can give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate or Invest / acquire the securities of any body corporate by way of subscription / purchase or otherwise without further approval of Shareholders.

Therefore, the approval of the Members is being sought by way of a Special Resolution under Section 186 of the Act read with the Rules made there under, to give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate or Invest / acquire the securities of any body corporate by way of subscription / purchase or otherwise, in excess of 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more.

The Board commends the Resolution at Item No. 3 of the accompanying Notice for approval by the Members of the Company.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested in the Resolution at Item No. 3 of the accompanying Notice.

Item No. 4 & 5

The Equity Shares of your Company are listed and actively traded on the BSE Limited. With a view to encourage the participation of small investors by making Equity Shares of the Company affordable and generate liquidity of floating stocks available for trading on the Stock Exchange, the Board of Directors at its Meeting held on July 9, 2016 considered and approved the sub-division of one Equity Share of the Company having a face value of Rs. 10/- each into ten Equity

Deepti Alloy Steel Limited
CIN: L27109GJ1993PLC018943

Registered Office: 317, Village - Kharval, Taluko - Dharampur, Dist. Valsad
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Shares of face value of Re. 1/- each subject to approval of the Members and any other statutory and regulatory approvals, as applicable. The Board of Directors / Committee of Directors will fix the Record Date for the sub-division of the Equity Shares after approval of the Members. Presently, the Authorised Share Capital of your Company is Rs. 4,50,00,000/- (Rupees Four Crores and Fifty Lakhs Only) divided into 45,00,000 Equity Shares of Rs. 10/- each and the paid up capital is Rs. 3,85,04,000/- (Rupees Three Crores Eighty Five Lakhs Four Thousand Only) divided into 3850400 Equity Shares of Rs. 10/- each fully paid-up. There will not be any change in the amount of Authorised and paid-up capital, but the number of shares will change to 45000000 and 38504000 Equity Shares in the Authorised and issued, subscribed and paid-up equity share capital respectively. The sub-division requires amendments to the existing Clause V of the Memorandum of Association of the Company as set out in Item No. 5 of the Notice to reflect the change in face value of each Equity Share of the Company from existing Rs. 10/- each to proposed Re. 1/- each. As per the provisions of section 13 and 61 of the Companies Act, 2013, any alterations in the Memorandum of Association of the Company shall be effected only after the approval of the members by passing Ordinary Resolutions.

The Directors recommend passing of the Resolutions at Item Nos. 4 and 5 of the Notice.

No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in the Resolution at Item Nos. 4 and 5 of the Notice, save and except to the extent of their respective shareholding in the Company.

Item No. 6

The Board of Directors in their meeting held on July 09, 2016 have proposed to expand the business activities of the Company and decided to undertake the Business of power / electricity generation, of energy which are consonance with solar, thermal, and other renewable energy.

The present main objects of the Memorandum of Association is relating to manufacturing, processing, import, export in all kinds of ferrous and non-ferrous materials made of steel, brass metals etc. The Company is now in planning to expand the business in other sector / industry in an addition to this business and therefore have decided to insert the object for generation of energy from various natural resources.

As per section 13 of the Companies Act, 2013 any alteration in the object clause of the Memorandum of Association of the Company (Clause III) shall require approval of members by way of Special Resolution and therefore the Board of Directors seeks approval of Members for alteration of object clause in the Memorandum of Association of the Company by including object as stated in the Item No. 6 of this Notice.

Further approval of Members for this item shall deem to include the approval of Members for commencement of Businesses mentioned under the object as stated under Item No. 6 of the Postal Ballot Notice.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested in the Resolution at Item No. 6 of the accompanying Notice.

Item No. 7

The Board of Directors in their meeting held on July 9, 2016 has proposed to shift the registered office of the Company. The Board of Directors feels that opportunities for expansion of Business are more in Ahmedabad. Further, the Company can be more conveniently operated from the city of Ahmedabad.

Pursuant to Section 12 and other applicable provisions, if any of the Companies Act, 2013 read with rule 28 of the Companies (Incorporation) Rules, 2014, the Shifting of Registered office of the Company outside the local limits of city, town, or village but within the same state requires approval of Members of the Company by way of Special Resolution through Postal Ballot.

The Board of Directors has decided to shift the registered office of the Company to 308, Shital Varsha Arcade, Hotel Classic Gold Road, Opp. Girish Cold Drinks, C. G. Road, Ahmedabad – 380 009 which is outside the local limits of city, town, or village but within the same state. Such a change would enable the Directors to operate the Company more effectively and efficiently and also result in operational convenience.

The Board of Directors accordingly recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for the approval of the members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested in the Resolution at Item No. 7 of the accompanying Notice.

By order of the Board of Directors
For, **Deepti Alloy Steel Limited**

Date: July 14, 2016
Place: Valsad

Parikshit Mahatma
Whole-time Director
DIN: 01599675

Deepti Alloy Steel Limited**CIN:** L27109GJ1993PLC018943**Registered Office:** 317, Village - Kharval, Taluko - Dharampur, Dist. Valsad**Email:** investor.deepti@gmail.com | **Website:** www.deeptialloysteel.com**Last Date for Receipt of Postal Ballot Form****Sunday, August 14, 2016 before 5.00 p.m.****POSTAL BALLOT FORM**

Name (s) of the member(s) (in letters) (including joint holders, if any)	
Registered Address of the Sole/First named member/beneficial owner	
Registered Folio No/ DP ID*/ Client ID No.*	
No. of equity shares held	

*Applicable to investors holding shares in demat form

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through postal ballot for the business stated in the notice of Postal Ballot dated July 14, 2016 by sending my/our assent or dissent to the said resolution by placing the tick mark (√) at the appropriate box below :

Sr. No.	Description	No. of Shares	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
1.	To approve Borrowing limits under Section 180 (1) (c) of the Companies Act, 2013			
2.	To sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of such undertakings			
3.	Power under Section 186 of the Companies Act, 2013			
4.	Approval of Sub-division of Equity Shares of Rs. 10/- each into Equity Share of Rs. 1/- each			
5.	Alteration of Clause V (Capital Clause) of Memorandum of Association			
6.	Alteration in the Object Clause of the Memorandum of Association of the Company			
7.	Change of Registered Office of the Company from Valsad in the "State of Gujarat" to Ahmedabad in the "State of Gujarat"			

Place:**Date:****Signature of Sole/ Joint Shareholder(s)****Note:** Please read carefully the instructions overleaf before exercising your vote.

IMPORTANT INSTRUCTIONS

1. The voting rights for the shares are one vote per equity share which is fully paid, registered, in the name of the shareholders/ beneficial owners as on Friday, July 8, 2016.
2. Voting by Postal Ballot can be exercised only by the shareholder or his/her duly constituted attorney or, in case of bodies corporate, the duly authorized person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
3. Voting period commences on Saturday, July 16, 2016 at 09:00 a.m. and ends on Sunday, August 14, 2016 at 05:00 p.m.
4. The result of the postal ballot would be announced by the Director of the Company on Tuesday, August 16, 2016 at 06:00 p.m. and displayed on the Notice Board of the Company at its Registered Office besides being communicated to the Stock Exchanges.
5. A member need not use all his/her votes.
6. The Scrutinizer's decision on the validity of a Postal Ballot shall be final.
7. Any queries/grievances pertaining to voting by postal ballot can be addressed to Ms. Riddhi Shah, Company Secretary and Compliance Officer of the Company, at 317, Village-Kharval, Taluko-Dharampur, Dist. Valsad or by sending an email at investor.deepti@gmail.com.

Instructions for Voting by Physical Postal Ballot Form

1. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed postage pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier at the expense of the Member but using the postage pre-paid envelope will also be accepted. Members are requested to convey their assent or dissent in this postal ballot form only. The assent or dissent received in any other form or manner shall be considered as invalid.
2. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
3. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar/Depository. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered/recorded with the Registrar/Depository) by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration No. of the POA or enclosing an attested copy of POA. Unsigned Postal Ballot Form will be rejected.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 05:00 p.m. on Sunday, August 14, 2016. Postal Ballot Forms received after the aforesaid date and time will be strictly treated as if reply from such member has not been received. The Members are requested to send the duly completed Postal Ballot Forms well before the last date, providing sufficient time for postal transit.
5. 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 and with attested specimen signature(s) of the duly authorized signatories giving requisite authority to the person voting on the Postal Ballot Form. Where the form has been signed by a representative of the President of India or of the Governor of a state, a certified copy of the nomination should accompany the Postal Ballot Form.
6. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast as per the tick mark placed by the shareholder in the respective column.
7. Shareholders are requested not to send any paper (other than the resolution/authority as mentioned under instruction no. 5 above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
8. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of Joint Member(s).
9. A member may request for a duplicate Postal Ballot Form, if so required and the same duly completed should reach the scrutinizer not later than the last date for voting.
10. Postal Ballot Forms with following deficiencies will be rejected.
 - i. A form other than one issued by the company has been used;
 - ii. It has not been signed by or on behalf of the Member;
 - iii. Signature on the postal ballot form doesn't match the specimen signatures with the Company;
 - iv. It is not possible to determine without any doubt the assent or dissent of the Member;
 - v. Neither assent nor dissent is mentioned;
 - vi. Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
 - vii. The envelope containing the postal ballot form is received after the last date prescribed;
 - viii. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - ix. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - x. Member has made any amendment to the Resolution or imposed any condition while exercising his vote;

Postal Ballot Form is received after the aforesaid stipulated period shall not be counted for the purposes of passing of the resolution.