

VENTURA TEXTILES LIMITED

CIN - L21091MH1970PLC014865

Registered Office: 121, MIDAS, SAHAR PLAZA, J. B. NAGAR, ANDHERI-KURLA ROAD
ANDHERI (EAST), MUMBAI - 400 059

Tel.: 022-28344453 | E-mail: mkt2@venturatextiles.com | website: www.venturatextiles.com

NOTICE OF POSTAL BALLOT

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

To
The Members of Ventura Textiles Limited

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 (the 'Act'), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Companies Rules") including any statutory modification(s) or re-enactment thereof for the time being in force, that the Company is seeking consent of the Members of the Company to pass the proposed Special Resolution as set out below, by means of Postal Ballot (which includes Postal Ballot Forms and electronic voting).

The Explanatory Statement pursuant to Section 102 of the Act setting out the material facts and the reasons thereof is annexed hereto along with the Postal Ballot Form, for your consideration.

The Company has, in compliance with Rule 22 (5) of the Companies (Management and Administration) Rules, 2014, appointed Mr. S. Anantha Rama Subramanian, Practising Company Secretary, (FCS: 4443; CP No.:1925), Mumbai, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") and Agreement entered into by the Company with BSE Limited ("BSE") on which the Equity Shares of the Company are listed and pursuant to the provisions of Section 108 & 110 of the Act read with the Companies Rules, the Company is pleased to provide electronic voting ("e-voting") facility as an alternative to its members to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Forms by post.

The Company has engaged Central Depository Services (India) Limited ("CDSL") to provide e-voting facility to the Members of the Company. It may be noted that e-voting is optional. If a Member has voted through e-voting facility, he is not required to send the Postal Ballot Form. If a Member votes through e-voting facility and also sends his vote through the Postal Ballot Form, the votes cast through e-voting shall only be considered by the Scrutinizer.

The e-voting facility is available at the link: <https://www.evotingindia.com> from 9:00 a.m. onwards on (Sunday) 28th May, 2017 upto (Monday) 26th June, 2017, 05:00 p.m. Please refer to the instructions given for e-voting at the end of this Notice for the purpose and the manner in which e-voting has to be carried out.

Members opting to vote through physical mode i.e., sending the Postal Ballot Form are requested to carefully read the instructions printed on the Postal Ballot Form sent herewith and return the form duly completed in the attached self-addressed prepaid postage envelope, so as to reach the Registered Office of the Company on or before the closing of the working hours i.e., 05:00 p.m. on 26th June, 2017 (Monday), failing which it will be treated as if no reply has been received from the concerned Member(s).

Please note that any Postal ballot form(s) received after the said date will be treated as invalid. No other form or photocopy thereof is permitted. The Scrutinizer will submit his report to the Chairman of the Company after the completion of the scrutiny of the postal ballot form. The results will be announced by the Chairman of the Company on Tuesday, 27th June, 2017 at the Registered Office of the Company at 121, Midas, Sahar Plaza, J B Nagar, Andheri-Kurla Road, Andheri (East), Mumbai-400059 at 05.00 p.m.

The results of the postal ballot will be announced on Tuesday, 27th June, 2017, at the Registered Office of the Company and will also be displayed on our website www.venturatextiles.com besides being communicated to the Stock Exchange, where the Company's Equity Shares are listed. The date of declaration of the result of the Postal Ballot shall be the date on which the resolution would be deemed to have been passed, if approved by requisite majority.

ITEM OF BUSINESS REQUIRING CONSENT OF SHAREHOLDERS THROUGH POSTAL BALLOT

ISSUE OF NOT EXCEEDING 10,00,000 (TEN LAKH ONLY) EQUITY SHARES OF FACE VALUE OF RS.10/- EACH TO MRS. ASHA UMAKANT VASAIKAR ON PREFERENTIAL BASIS.

To consider and if deemed fit, to give assent or dissent to the following resolution to be passed as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ('ICDR Regulations'); SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India, Stock Exchange and/or any other statutory / regulatory authority; and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, issue, offer and allot not exceeding 10,00,000 (Ten Lakh) fully paid Equity Shares of Face Value Rs.10/- each for cash at par to Mrs. Asha Umakant Vasaikar on Preferential basis in accordance with the ICDR Regulations or other provisions of the law, as may be prevailing at the time of allotment of Equity Shares.”

“RESOLVED FURTHER THAT Equity Shares to be issued and allotted on preferential basis shall rank pari-passu in all respects with the existing securities of the Company.”

“RESOLVED FURTHER THAT the said securities shall be subject to the lock-in as per the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 for the Preferential Issue as amended up to date.”

“RESOLVED FURTHER THAT without prejudice to the generality of the above, the relevant date for the determination of price for the above mentioned Securities to be issued as per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 is 26th May, 2017.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all actions and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient to give effect to this resolution.”

For and on Behalf of the Board of Directors

Place: Mumbai
Date: 26th May, 2017

Sd/-
P. M. Rao
Chairman & Managing Director
DIN: 00197973

Registered office:
121, Midas, Sahar Plaza,
J. B. Nagar, Andheri-Kurla Road,
Andheri (East), Mumbai – 400 059

Notes:

1. The Explanatory Statement for the proposed Special Business pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto.
2. All documents referred to in the Notice and the Explanatory Statement are open for inspection by the shareholders at the Registered Office of the Company on any working day except Saturday & Sunday upto 26th June, 2017 (end of voting period), the last date for the receipt of postal ballot forms.
3. The voting by Postal ballot is only for shareholders entitled to vote, who are required to duly fill in the postal ballot form and send it to the Registered Office of the Company. Any other recipient of this Notice, who does not have voting rights, should treat the Notice as intimation only.
4. The Company has appointed Mr. S. Anantha Rama Subramanian, Practising Company Secretary (FCS: 4443; C. P. No. 1925), as Scrutinizer for conducting the Postal ballot process in a fair and transparent manner.
5. In compliance with the provisions of Section 110 of Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company is offering e-voting facility to all the shareholders of the Company. For this purpose, the Company has entered into an agreement with M/s. Link Intime India Pvt. Ltd. and Central Depository Services (India) Ltd. for giving e-voting facility to enable the shareholders to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional.
6. This notice is being sent to all the members, whose names appear in the Register of Members/ Records of Depositories as on the close of working hours on Friday, 19th May, 2017 i.e. "the cut-off date". Voting Rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date. E-voting is optional for members.
7. Shareholders, who have registered e-mail IDs for receipt of documents in electronic mode, are being sent Notice of Postal Ballot by e-mail and others are being sent by post along with Postal Ballot Form. Shareholders, who have received Postal ballot Notice by e-mail and who wish to vote through Physical Postal Ballot Form can download Postal Ballot Form from our website, www.venturatextiles.com
8. The details of dispatch of Notice and Postal Ballot Form to the members will be published in at least one (1) English and one (1) Vernacular language newspaper circulating in Maharashtra.
9. The Scrutinizer will submit their report to the Chairman after completion of the scrutiny and the Chairman of the Company shall announce the results of the Postal Ballot on Tuesday, 27th June, 2017 (next day when the voting period ends) at the Registered Office of the Company.
10. Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed in the attached self-addressed prepaid Business reply envelope. An unsigned Postal Ballot Form will be rejected. The Postal Ballot Form(s) shall also be deposited at the address given thereon. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 5.00 p.m. on Monday, 26th June, 2017 to be eligible for being considered; failing which, it will be strictly treated as if no reply has been received from the Member.
11. Any query/grievance may please be addressed to Mr. Pravin Shetty, Compliance Officer, with respect to the voting by Postal Ballot including voting by electronic means at Email id: mkt2@venturatextiles.com or Tel.: +91-022-2834-4453.

The instructions for Members for voting electronically are as under:

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders” tab.
- (iii) Now enter your User ID.
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holdings shares in Demat Form and Physical Form

PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income tax Department (Applicable for both demat shareholders as well as physical shareholders).</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/ folio number in the PAN field.• In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. <p>Eg: If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</p>
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then reach directly to the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this notice.
- (x) Click on the EVSN for the relevant “Company Name” i.e., “VENTURA TEXTILES LIMITED” on which you choose to vote.

- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. The option YES implies that you assent to the Resolution. The option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTION FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the Resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Non-individual shareholders (i.e., other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
- (xviii) They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com
- (xix) After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- (xx) The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- (xxi) They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy of Postal Ballot Form by Post and desiring to cast e-vote:

- (A) Please follow all steps from Sl. No. (i) to Sl. No. (xvi) above to cast vote.
- (B) The voting period begins on Sunday, 28th May, 2017 at 09:00 A.M. and ends on Monday, 26th June, 2017 at 05:00 P.M. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Friday, 19th May, 2017) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting, thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may enter the Frequently Asked Questions (‘FAQ’) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- (D) If you are already registered with CDSL for e-voting then you can use your existing user ID and password for casting your vote.
- (E) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

A. Material Facts Relating to the Preferential Allotment / Private Placement

In order to augment the long term fund requirements of the Company viz., to meet capital expenditure in connection with the Open End Spinning Division, installation of State-of-the-art machines to produce high quality Open End Yarn to meet the demand for Industrial fabric / Denim manufacturing, your Company is proposing an issue of Equity Shares on a preferential basis.

The Board of Directors of the Company at its meeting held on Thursday, 11th May, 2017, has approved to offer, issue and allot not exceeding 10,00,000 (Ten Lakh Only) Equity Shares of Face Value of Rs.10/- each to Mrs. Asha Umakant Vasaikar on preferential allotment basis in accordance with the ICDR Regulations and other provisions of the applicable laws. The proposed issue of Preferential Allotment would result in an inflow of not exceeding Rs.1.00 Crore (Rupees One Crore Only).

The Equity Shares to be issued and allotted would be listed on BSE Limited, subject to obtaining necessary regulatory approvals, if any.

B) The details of the issue and other particulars and disclosures as required in terms of Regulation 73 under Chapter VII (Preferential Issue) of the ICDR Regulations and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, in relation to the resolution proposed are given as under:

a) Objects of the Issue:

To augment the long term fund requirements of the Company for its on-going capital expenditure with respect to setting up of Open End Spinning Division, installation of State-of-the-art machines to produce high quality Open End Yarn to meet the demand for Industrial fabric / Denim manufacturing.

b) Relevant Date:

The 'Relevant Date' under ICDR Regulations for the purpose of determination of issue price of the abovementioned Equity Shares shall be 26th May, 2017, being the date 30 days prior to the date of the meeting i.e., 27th June, 2017.

c) Pricing of Preferential Issue:

As per valuation certificate issued by M/s. S.M. Kapoor & Co., Chartered Accountants, the fair value of Equity Shares have been arrived at Rs. 6.66, however, as per Section 53 of the Companies Act, 2013, the Company cannot issue the Securities at discount, hence, the Board of Directors has proposed to issue the Equity Shares at a face value of Rs.10/- each (Rupees Ten only). The price is determined in compliance with ICDR Regulations, for Preferential Issues.

Currently, ICDR Regulations provides that the issue of shares on preferential basis can be made at a price calculated as per regulation 76A of ICDR Regulations, taking into account valuation parameters in case of infrequently traded shares. Since the shares of the Company are infrequently traded on the BSE Limited, the price of the shares of the Company to be allotted has been determined taking into account valuation parameters and the Company shall submit a certificate obtained from an Independent Chartered Accountant to BSE Limited for the same.

d) Proposal of the Promoters, Directors, Key Managerial Personnel of the Issuer to Subscribe to the Offer:

None of the Promoters, Directors or Key Management Persons intend to subscribe to the proposed preferential offer.

e) Proposed time within which allotment will be completed:

As required under First Proviso to Regulation 74(1) of the ICDR Regulations, the Company shall complete the allotment of Equity Shares on or before the expiry of 15 days from the date of passing of this resolution by the Shareholders or where allotment of Equity Share require any approval(s) from any regulatory authority or the Central Government, the said allotment will be completed within 15 days from the date of such approval(s) as the case may be.

f) Shareholding Pattern of the Issuer before and after the Preferential Issue:

S. No.	Category	Pre Issue (as on 31.3.2017)		Post Issue	
		No. of Shares	%	No. of Shares	%
A.	Promoter & Promoter Group:				
1.	Individual				
2.	Bodies Corporate	1,21,03,773	65.59	1,21,03,773	62.22
	Sub-total (A)	1,21,03,773	65.59	1,21,03,773	62.22
B.	Public:				
1.	Mutual Funds	43	0.00	43	0.00
2.	Financial Institutions/Banks	10,18,472	5.52	10,18,472	5.24
3.	Foreign Portfolio Investors	-	-	-	-
4.	Bodies Corporate	3,66,387	2.00	3,66,387	1.88
5.	Resident Individuals	47,21,640	25.59	57,21,640*	29.41
6.	Non Resident Individuals	87,497	0.47	87,497	0.45
7.	Foreign Corporate Bodies	1,25,000	0.68	1,25,000	0.64
8.	Clearing Members	20,984	0.13	20,984	0.11
9.	Trust	-	-	-	-
10.	GIC & Its Subsidiaries	-	-	-	-
11.	HUF	9,493	0.02	9,493	0.05
	Sub-Total (B)	63,49,516	34.41	73,49,516	37.78
	Grand Total (A+B)	1,84,53,289	100.00	1,94,53,289	100.00

***Note:** Allotment of 10,00,000 (Ten Lakh) Equity Shares under Preferential Allotment to Mrs. Asha Umakant Vasaikar

g) The identity of the proposed allottee, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue:

i. Identity of the proposed allottee:

The Company is proposing to allot the Equity Shares to Mrs. Asha Umakant Vasaikar, (Non Promoter) having PAN: AGEPV3578Q resident of Plot No.18, Near Jain Mandir, Khemaji Ajbe Nagar, Sakri Road, Dhule, Maharashtra - 424001.

ii. Percentage of pre and post-preferential issued capital that may be held by the proposed allottee:

Allottee	No. of Equity Shares held before Preferential allotment	% of shareholding before Preferential Allotment	No. of Equity Shares to be held	% of post issue equity capital
Mrs. Asha Umakant Vasaikar	Nil	Nil	10,00,000	5.14

iii. Change in Control:

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 the control of the Company as a result of the proposed preferential allotment, except a corresponding change in the shareholding pattern as well as the voting rights.

h) Auditor's Certificate:

The Company has obtained a certificate from M/s. S. M. Kapoor & Co., Chartered Accountants, the Statutory Auditors of the Company, certifying that the proposed preferential issue of the Equity Shares is being made in accordance with the requirements contained in Chapter VII of the ICDR Regulations.

A copy of the certificate of the Statutory Auditors of the Company certifying the adherence in SEBI's Regulations for Preferential Issues, being Chapter VII to the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, by the proposed issue shall be made available for inspection at the Registered Office of the Company between 11.00 A.M. and 01.00 P.M. on all working days (Monday to Friday) upto the last date for voting under Postal ballot i.e. Monday, 26th June, 2017.

i) Undertaking of the Company:

The Company hereby undertakes that:

- (i) It shall re-compute the price of the Equity Shares specified above in terms of the provisions of the ICDR Regulations, where it is required to do so.
- (ii) If the amount payable on account of any such re-computation of price is not paid within the time stipulated in the ICDR Regulations the above specified Securities shall continue to be lock-in till the time such amount is paid by Allottee.

j) Lock-in

The Equity Shares to be issued and allotted shall be subject to lock-in in accordance with Chapter VII of ICDR Regulations; and

k) Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well price

During the year the Company has not allotted any Share / Securities. However, during the Financial Year 2016-17, the Company had allotted 20,00,000 (Twenty Lakh) Optionally Fully Convertible Warrants of face value of Rs. 10/- each to Mr. Deepak Balkrishna Lokare & Mrs. Savita Deepak Lokare, partners of M/s. Sai Creations which got converted into Equity Shares on 29th March, 2017.

None of the Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise except to the extent of their shareholding in the Company, if any.

The Board recommends the resolution set out above for approval by the members as a Special Resolution.

Copy of all the documents mentioned herein above would be available for inspection by the shareholders at the Registered Office of the Company between 11:00 a.m. and 01:00 p.m. on all working days except Saturday & Sunday from the date hereof up to Monday, 26th June, 2017.

For and on Behalf of the Board of Directors

Place: Mumbai
Date: 26th May, 2017

Sd/-
P. M. Rao
Chairman & Managing Director
DIN: 00197973

Registered Office:
121, Midas, Sahar Plaza,
J. B. Nagar, Andheri-Kurla Road,
Andheri (East), Mumbai – 400 059

VENTURA TEXTILES LIMITED

CIN - L21091MH1970PLC014865

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Tel.: 022-28344453 | E-mail: mkt2@venturatextiles.com | website: www.venturatextiles.com

POSTAL BALLOT FORM

(To be returned to the scrutinizer appointed by the Company)

Serial No.: _____

1. **Name of the Member and Registered Address of the Sole/ First Named Member/ Beneficial Owner:**

2. **Name(s) of the Joint-Holder(s), if any:**

3. **Registered Folio No. /DP-ID –Client ID No. :**
(*Applicable to Members holding shares in dematerialized form)

4. **Number of Equity Shares held:**

I/We hereby exercise my/our vote in respect of Special resolution to be passed through postal ballot/e-voting for the business stated in the Notice of the Company dated 26th May, 2017, by sending my/our assent or dissent to the said resolution by placing tick (✓) mark at the appropriate box below:

Description of Resolution	No. of Equity Shares for which votes cast	(FOR)	(AGAINST)
		I/We assent to the resolution	I/We dissent to the resolution
Special Resolution for issue, offer and allotment of not exceeding Ten Lakh (10,00,000) Equity Share to Mrs. Asha Umakant Vasaikar on Preferential basis			

ELECTRONIC VOTING PARTICULARS

Place: _____

Date: _____

(Signature of the Shareholder(s))

EVSN (Electronic Voting Sequence Number)	USER ID	*Password
		USE YOUR PAN

*Only Members who have not updated their PAN with the Company/Depository shall use your PAN.
Note: Please read carefully the instructions printed overleaf before exercising the vote.

Instructions for filing Postal Ballot form:

1. A member desiring to exercise the vote by physical Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed prepaid postage Business Reply Envelope. Postal charges will be borne and paid by the Company. However, envelopes containing Postal ballot(s), if deposited in person or sent by courier or register/ Speed post at the expense of the Member will also be accepted.
2. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/ Depository participants). 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.
3. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 05.00 p.m. (IST) on Monday, 26th June, 2017. All the Postal Ballot Forms received after this date will be strictly treated as if reply from such member(s) has not been received.
4. There will be only one Postal Ballot Form for every folio irrespective of the number of joint holder(s). Postal Ballot cannot be exercised by a proxy.
5. In case of shares held by Company, trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by the relevant Board Resolution/ Authority Letter duly certified/ attested by Authorised Signatory(ies).
6. Members are requested not to send any other paper alongwith the Postal Ballot Form in the enclosed self addressed prepaid postage business reply envelope, as all such envelopes will be sent to the Scrutinizers and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be liable to acknowledge or act on the same.
7. A Member need not use all the votes or cast all the votes in the same way. The voting rights of the Members shall be in proportion to their shares in the total paid up equity share capital as on Friday, 19th May, 2017.
8. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot will be final and binding.
9. The Company is also offering remote 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.
10. The Scrutinizer will submit his report to the Chairman of the Company, related to the Resolution in the Notice of Postal Ballot on Tuesday, 27th June, 2017, after completion of Scrutiny and the result declared alongwith the consolidated Scrutinizer Report shall be placed on the Website of the Company www.venturatextiles.com and on the website of CDSL, www.evotingindia.com. The results shall simultaneously be communicated to BSE. The said date of declaration of results shall be the date on which the said resolution would be deemed to have been passed, if approved by the requisite majority as mandated under the relevant provisions of the Companies Act, 2013 and the rules made thereunder.