



## V. B. INDUSTRIES LIMITED

CIN No. : L51909WB1982PLC035222

9, Old China Bazar Street, 5th Floor,  
Room No. 85, Kolkata - 700 001  
Tele-fax : 033 - 2242 7270  
E-mail : vbindustries1@gmail.com  
Website : www.vbindustriesltd.in

December 7, 2017

**The Deputy Manager**

Department of Corporate Services  
**BSE Limited**  
P. J. Towers, Dalal Street, Fort  
Mumbai – 400 001

**The Company Secretary**

**The Calcutta Stock Exchange Association Ltd.**  
7, Lyons Range  
Kolkata-700 001

Ref : **Scrip Code BSE – 539123, CSE-32008**

Sub: **Submission of Postal Ballot Notice to the Shareholders**

Respected Sir or Madam,

With reference to the captioned subject matter, we are enclosing herewith Postal Ballot Notice seeking approval of Members for the following agenda –

1. Appointment of Mr. Shyam Sundar Parasramka (DIN : 00511476) as Managing Director of the Company for the period of 3 years; up to 33rd Annual General Meeting
2. Appointment of Statutory Auditors of the Company;

Kindly take the same on your records and oblige.

This is for the information of Members.

Thanking You,

Yours Faithfully,

For **V. B. INDUSTRIES LIMITED**

**SHYAM SUNDAR PARASRAMKA**  
**DIN : 00511476**  
**MANAGING DIRECTOR**

# V. B. INDUSTRIES LIMITED

CIN: L51909WB1982PLC035222

Regd. Office : 9, Old China Bazar Street, Room No. 85, 5<sup>th</sup> Floor, Kolkata - 700 001  
Tel : +91 33 2242 7270; Email : [vbindustries1@gmail.com](mailto:vbindustries1@gmail.com); Website : [www.vbindustriesltd.in](http://www.vbindustriesltd.in)

## **POSTAL BALLOT NOTICE**

### **Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014**

To The Members of M/s. V. B. Industries Limited

**NOTICE** is hereby given pursuant to the provisions of Section 110 (1) of the Companies Act, 2013 ("Act") and all other applicable provisions, if any, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Postal Ballot Rules") and any other applicable regulation, as amended from time to time, to the members of V. B. Industries Limited (the "Company") to pass the resolution given below as an Ordinary Resolution through postal ballot ("Postal Ballot") including remote e-voting.

#### **SPECIAL BUSINESS**

#### **1. Appointment of Mr. Shyam Sundar Parasramka (DIN : 00511476) as Managing Director of the Company for the period of 3 years; up to 33<sup>rd</sup> Annual General Meeting**

**"RESOLVED THAT** pursuant to the provisions of Sections 2 (54), 196, 197, 203 read with Schedule V to the Act, and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) the Company hereby approves appointment of Shyam Sundar Parasramka (DIN : 00511476) as Chairman & Managing Director of the Company, for a period of 3 years commencing from 10<sup>th</sup> October 2017 up to the conclusion of 33<sup>rd</sup> Annual General Meeting, upon the terms and conditions as set out in the Explanatory Statement and the Agreement submitted to this meeting, which Agreement is hereby specifically sanctioned with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall deemed to include any Committee of Directors for the time being authorized by the Board of Directors) to alter and vary the terms and conditions of the said appointment and/or Agreement in such manner as may be agreed to between the Board and Mr. Shyam Sundar Parasramka."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution."

#### **2. Appointment of Auditors of the Company**

**To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:**

**"RESOLVED THAT** pursuant to the provisions of Section 139 read with the Companies (Audit and Auditor) Rules, 2014, 142 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), and based on the recommendations of the Audit Committee, to fill up the casual vacancy caused due to the resignation of existing Auditors M/s. Deepak Acharya & Associates, Chartered Accountants, Kolkata, M/s. B. S. Kedia & Co., Chartered Accountants, Kolkata (FRN - 317159E), who have offered themselves for appointment as Auditors to the Company and have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and are hereby appointed as Statutory Auditors of the Company and to hold office with effect from 11<sup>th</sup> November 2017 up to the conclusion of the 34<sup>th</sup> consecutive Annual General Meetings (subject to ratification by the members at every subsequent AGM) at a remuneration as may be decided by the Board of Directors of the Company."

**"RESOLVED FURTHER THAT** any of the Directors of the Company be and is authorized severally to sign necessary documents on behalf of the Company and to file necessary forms with MCA, Kolkata, West Bengal and to do all such acts, things, deeds and matters as may be deemed necessary for giving effect to this resolution."

By Order of the Board of Directors  
For **V. B. Industries Limited**  
S/d-

**Payal Bafna**

Company Secretary & Compliance Officer

Place : Kolkata

Date : 11<sup>th</sup> November 2017

## NOTES :

1. An explanatory statement pursuant to Section 102 read with section 110 of the Act, and other applicable provisions, if any, of the Act along with the Rules as may be prescribed therein, setting out the material facts thereto is annexed hereto.
2. In terms of the provisions of Section 110 of the Act read with Rule 22 of the Postal Ballot Rules, the business set out in the Notice above is sought to be passed by Postal Ballot.
3. Only a member who is entitled to vote is entitled to exercise his/her/its vote through postal ballot. The notice is being sent to all the members, whose names appears in the register of members/ list of Beneficial owners, received from Central Depository Services (India) Limited ("CDSL") and the National Securities Depository Limited ("NSDL") as on the cutoff date being Friday, the December 1, 2017.
4. The voting rights of Members shall be in proportion to their shares of the paid up Equity Share Capital of the Company.
5. Details of dispatch of notice and postal ballot paper to the members will be published in one (1) English and one (1) Bengali language newspaper circulating in the State of West Bengal, in which the Registered Office of the company is situated.
6. Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the self-addressed postage prepaid envelope to the scrutinizer on or before the close of business hours on Wednesday, the January 3, 2018. Forms received after this date will be strictly treated as if the reply from the concerned member has not been received.
7. The postage will be born and paid by the Company; however envelopes containing Postal Ballot Form, if sent by Registered Post at the expense of the members will also be accepted. The envelopes may also be deposited either personally by the shareholder or through any other person at the address of the scrutinizer given therein. It is, however, clarified that members desiring to exercise their vote from outside of India will have to arrange for postage from the country where the ballot papers are dispatched to scrutinizers.
8. In accordance with the provisions of Section 110 of the Act and the postal ballot rules, notice of the postal ballot may be served on the members through electronic means. Members who have registered their e-mail ids with the depositories or with the Company are being sent this Notice of Postal Ballot by email and the members who have not registered their email ids will be sent the Notice of Postal Ballot along with the Postal Ballot Form by Registered Post or Speed Post. Shareholders who have received the Postal ballot Notice by email and who wish to vote through Physical Ballot Form can download the Postal Ballot Form from the link [www.vbindustriesltd.in](http://www.vbindustriesltd.in) or seek duplicate Postal Ballot Form by sending an email to M/s. ABS Consultants Private Limited, Registrar and Transfer Agents i.e. Mr. Uttam Sharma, email id - [absconsultant@vsnl.net](mailto:absconsultant@vsnl.net), fill in the relevant details and send it to the Scrutinizer.  
  
Please note that Postal Ballot Form received after the close of working hours on Wednesday, the January 3, 2018 will be treated as not having been received.
9. The date of declaration of result of the Postal Ballot shall be deemed to be the date of the General Meeting and the date of passing of the proposed resolution(s).
10. The shareholders are requested to exercise their voting rights by using the attached Postal Ballot Form or through duplicate copy as provided by ABS Consultants Private Limited, the Registrar Transfer Agent (RTA). No other form or photocopy of the form is permitted.
11. All relevant documents referred in the Explanatory Statement shall be open for inspection at the registered office of the company on all working days (Monday to Friday) between 11.00 AM to 1.00 PM upto the date of declaration of the result of Postal Ballot.
12. The Company has appointed Mrs. Gayatri Phatak, Practicing Company Secretary (COP No. 11816) to act as the Scrutinizer, for conducting the postal ballot process including the remote e-voting in a fair and transparent manner.
13. The Scrutinizer will submit her report to the Managing Director of the Board or in his absence to any other Designated Director after completion of scrutiny of postal ballot forms received and the result of the Postal Ballot shall be declared by the Managing Director or any other person authorized by him not later than the closing of working hours on Saturday, the January 6, 2018 at the Registered Office of the company at 9, Old China Bazar Street, Room No. 85, 5<sup>th</sup> Floor, Kolkata -700 001. The day on which the results of the Postal Ballot are announced by the Company would be the date on which the Ordinary Resolution is passed.
14. The results of the postal ballot along with the scrutinizers report will also be displayed on the notice board of the registered office of the Company and also on the Company's website [www.vbindustriesltd.in](http://www.vbindustriesltd.in) and shall be

communicated to the BSE Limited and Calcutta Stock Exchange Association Limited, where the shares of the Company are listed.

15. Facility of e-voting has been provided to the members through remote e-voting or postal ballot. A member can opt for only one mode of voting, i.e. either through remote e-voting or through postal ballot. If a member casts votes by both the modes, voting done through remote e-voting shall prevail and the votes cast through postal ballot mode shall be treated as invalid.
16. Instructions for casting votes using the Postal Ballot form are furnished on the reverse of the postal ballot form.

## ELECTRONIC VOTING

In accordance with Regulation 44(2) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide electronic voting ("remote e-voting") as an option to its members to enable them to cast their votes electronically instead of dispatching the Postal Ballot Form by post. The Company has engaged the services of CDSL to provide remote e-voting facility.

### The details for voting electronically are as under -

- a) Date and time of commencement of voting through electronic means: **Thursday, December 7, 2017 at 9.00 A. M.**
- b) Date and time of end of voting through electronic means beyond which voting will not be allowed: **Friday, January 5, 2018 at 5.00 p. m.**
- c) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **December 1, 2017**, may cast their vote electronically irrespective of mode of receipt of notice by the shareholder. The e-voting module shall be disabled by CDSL for voting thereafter.
- d) Details of Website: [www.evotingindia.com](http://www.evotingindia.com)
- e) Details of Scrutinizer: Gayatri Phatak, Practicing Company Secretary (ACS No. 31886), Prop., M/s. G. S. Bhide & Associates, Vapi (Gujarat). E-mail: [gayatribhideandco@gmail.com](mailto:gayatribhideandco@gmail.com).
- f) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change/ modify the vote subsequently.

### The instructions for Members for e-voting are as under:

Applicable in all cases whether NOTICE is received by e-mail or in physical form:

- i. The shareholders should log on to the e-voting website on [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- ii. Click on "Shareholders" tab
- iii. Now, select the V. B. INDUSTRIES LIMITED from the drop down menu and click on "SUBMIT"
- iv. 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.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

<b>For Members holding Shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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 sequence number in the PAN field.</li> <li>• In case the sequence 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. e.g. If your</li> </ul>

	name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	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.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in the instructions (iv).</li> </ul>

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach 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 to be also 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.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN - **171206004** for V. B. INDUSTRIES LIMITED on which you choose to vote.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. 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.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out the print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii. 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.

**xviii. Note for Non – Individual Shareholders and Custodians**

- Non-Individualshareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - Scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance user should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to helpdesk [evoting@cdslindia.com](mailto:evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xix. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

## EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 (1) OF THE COMPANIES ACT, 2013

### ITEM NO. 1

#### Appointment of Mr. Shyam Sundar Parasramka (DIN : 00511476) as Chairman & Managing Director

The Board at its meeting held on 10<sup>th</sup> October 2017, the Board has appointed Mr. Shyam Sundar Parasramka as Managing Director of the Company for the period of 3 years commencing from 10<sup>th</sup> October 2017 up to the conclusion of 33<sup>rd</sup> Annual General Meeting.

Mr. Shyam Sundar Parasramka is Graduate in Commerce. He is contributing to the success of the Company by his rich experience of over 25 years in the field of Finance, Accounts & Administration etc.

The Board and Mr. Shyam Sundar Parasramka have agreed at a remuneration of minimum of Rs. 25000/- per months plus other statutory benefits as well as re-imbursement of out of pocket expenses at actuals, and remuneration will be reviewed by N&R Committee subject to performance of Mr. Shyam Sundar Parasramka, over a period of 6 months. But the Salary for 1<sup>st</sup> 12 months will not be greater than Rs. 6.00 Lakh per annum plus other statutory benefits as well as re-imbursement of out of pocket expenses at actuals. The Salary may increase at the rate of not more than 20% in subsequent two years.

Mr. Shyam Sundar Parasramka is interested in the resolutions set out respectively at Item No. 1 of the Notice with regard to his respective appointment.

The relatives of Mr. Shyam Sundar Parasramka may deemed to be interested in the resolutions set out respectively at Item No. 1 of the Notice, to the extent of his shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the resolutions set forth in the Item No. 1 of the Notice for approval of the members.

#### Details of Director seeking appointment -

Name	Shyam Sundar Parasramka
DIN	00511476
Designation	Managing Director (Executive)
Date of Birth	18 <sup>th</sup> March 1943
Qualification	Graduate in Commerce
Experience	Having knowledge of more than 25 years in the field of Finance, Accounts & Administration
Terms & Conditions of Appointment	3 Years commencing from 10 <sup>th</sup> October 2017; up to the conclusion of 33 <sup>rd</sup> Annual General Meeting
Remuneration	Minimum Rs. 25000/- per months plus other statutory benefits as well as re-imbursement of out of pocket expenses at actuals, and remuneration will be reviewed by N&R Committee subject to performance of Mr. Shyam Sundar Parasramka, over a period of 6 months. But the Salary for 1 <sup>st</sup> 12 months will not be greater than Rs. 6.00 Lakh per annum plus other statutory benefits as well as re-imbursement of out of pocket expenses at actuals. The Salary may increase at the rate of not more than 20% in subsequent two years.
Shareholding in Company	Nil
Relationship with other Directors & Company	Part of KMP
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	Pine Animation Limited

### ITEM NO. 2

Existing Auditors M/s Deepak Acharya & Associates, Chartered Accountants, Kolkata have resigned as Statutory Auditors of the Company w.e.f. 10<sup>th</sup> November 2017 due to their personal reasons. In place of existing Auditors, the Audit Committee recommended M/s B. S. Kedia & Co., Chartered Accountants, Kolkata (FRN - 317159E) for appointment

to audit the accounts of the Company w.e.f. 11<sup>th</sup> November 2017 up to the conclusion of the 34<sup>th</sup> consecutive Annual General Meetings (subject to ratification by the members at every subsequent AGM). As required under the provisions of Section 139 & 142 of the Companies Act, 2013 the Company has obtained written confirmation under Rule 4 of the Companies (Audit and Auditors) Rules, 2014 from M/s. B. S. Kedia & Co., Chartered Accountants, Kolkata; that they are eligible for appointment as auditors, and are not disqualified for appointment under the Companies Act, 2013, the Chartered Accountants Act, 1949, or the rules and regulations made there-under.

The proposed appointment is as per the term and within the limits laid down by or under the authority of the Companies Act, 2013 and that there are no proceedings pending against them or any of their partners with respect to professional conduct.

None of the Promoters, Directors, Key Managerial Personnel or their relatives, either directly or indirectly, is in anyway concerned or interested in the above resolution.

By Order of the Board of Directors  
For **V. B. Industries Limited**

S/d-

**Payal Bafna**

Company Secretary & Compliance Officer

Place : Kolkata

Date : 11<sup>th</sup> November 2017

# V. B. INDUSTRIES LIMITED

CIN: L51909WB1982PLC035222

Regd. Office : 9, Old China Bazar Street, Room No. 85, 5<sup>th</sup> Floor, Kolkata - 700 001  
Tel : +91 33 2242 7270; Email : [vbindustries1@gmail.com](mailto:vbindustries1@gmail.com); Website : [www.vbindustriesltd.in](http://www.vbindustriesltd.in)

## POSTAL BALLOT FORM

(Pursuant to the section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration), 2014)

Name of the Member \_\_\_\_\_

Name of the Joint Holder \_\_\_\_\_

Registered Address \_\_\_\_\_

Folio No. / DP/Client ID \_\_\_\_\_ No. of Share held \_\_\_\_\_

I/We hereby exercise my/our vote in respect of the 'Ordinary Resolution' to be passed through postal ballot for the special business stated in the notice dated November 11, 2017 of the Company by sending my/our assent (FOR) or dissent (AGAINST) to the said 'Ordinary resolution' by placing the tick mark ( ) in the appropriate box below:

Special Business :		For	Against
1.	<b>Ordinary Resolution</b> Appointment of M/s. B. S. Kedia & Co., Chartered Accountants, Kolkata (FRN - 317159E) as Statutory Auditors of the company, up to the conclusion of 34 <sup>th</sup> Annual General Meeting (subject to ratification by the members at every subsequent AGM).		
2.	<b>Ordinary Resolution</b> Appointment of Mr. Shyam Sundar Parasramka (DIN : 00511476) as Chairman & Managing Director of the Company, for the period of 3 years; up to the conclusion of 33 <sup>rd</sup> Annual General Meeting on terms and conditions as set out in Explanatory Statement of Postal Ballot Notice dated 11 <sup>th</sup> November 2017.		

Place \_\_\_\_\_

Date \_\_\_\_\_

Sign.of Shareholder \_\_\_\_\_

**Note: Please read the instructions printed overleaf and the notes forming part of the Postal Ballot Notice carefully before exercising the vote.**

### ELECTRONIC VOTING PARTICULARS

(1) EVSN (E-Voting Sequence No.)	(2) USER ID	(3) PAN /Password	(4) Bank Account No.
171206004			(See Note No.1)

#### Notes:

- Where Bank Account Number is not registered with the Depositories or Company, please enter your User Id as mentioned in column (2) above.
- Please read the Instructions printed under the Item No. 16 to the accompanied Notice. The e-Voting period starts from 9.00 A.M. on 07.12.2017 and ends at 5.00 P.M. on 05.01.2018, the e-voting module shall be disabled by CDSL for voting thereafter.



### **INSTRUCTIONS (On Reverse of Postal Ballot Form)**

1. A Member entitled to vote and desirous of exercising his/her/its vote by Postal Ballot may complete this Postal Ballot Form ("Form") and send it to the Scrutinizer in the attached self-addressed pre-paid envelope. Inland Postage will be borne and paid by the Company. However, any envelope containing postal ballot if deposited in person or sent by courier at the expenses of the Member will also be accepted. It is however, clarified that members desiring to exercise their vote from outside of India will have to arrange for postage from the country where the ballot papers are dispatched to the Scrutinizer.
2. The self-addressed stamped envelope bears the address of the 'scrutinizer' appointed by the Board of Directors of the Company.
3. A member may convey his/her/its dissent in the postal ballot form. The consent of the Member must be accorded by recording the assent in the column "FOR" and dissent in the column 'AGAINST" by placing a tick mark ( ) in the appropriate column. Assent or dissent received in any other form or manner will not be considered valid.
4. This Form must be completed and signed by the Member. In case of Joint-holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member. Unsigned, incomplete, improperly or incorrectly ticked Postal Ballot Forms shall be rejected.
5. The Postal ballot vote shall not be exercised by a proxy.
6. A member neither needs to use all his/her/its votes nor cast his/her/its votes in the same way.
7. Duly completed Postal Ballot Form should be sent so as to reach Mrs. Gayatri S. Phatak, Practicing Company Secretary, 9, Old China Bazar Street, Room No. 85, 5<sup>th</sup> Floor, Kolkata -700 001 on or before 17.00 hours of Wednesday, the January 3, 2018. All Postal Ballot Forms received after this date will be treated as if reply from such member has not been received.
8. In case of shares held by companies, trust, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of board resolution/authority. A member may sign the Postal Ballot Form through an attorney appointed specifically for this purpose, in which case an attested true copy of the power of attorney should be attached to the Postal Ballot Form.
9. Members are requested not to send extraneous paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would not be taken cognizance of and shall be destroyed by the Scrutinizer.
10. There will be one Postal Ballot Form for every Registered Folio/Client ID, irrespective of the number of joint holders.
11. A member may request for a duplicate Postal Ballot Form, if so required by sending an email to [vbindustries1@gmail.com](mailto:vbindustries1@gmail.com). However, the duly filled in and signed duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified above.
12. Voting rights of Members shall be in proportion to their share of the Paid-up Equity Share Capital of the Company as on the cut-off date i.e. Friday, the December 1, 2017. The Scrutinizer's decision on the validity of the Postal Ballot will be final.
13. Members are requested to fill in the Postal Ballot Form with indelible ink and not by any erasable writing mode.