

## MINAXI TEXTILES LTD.

### NOTICE OF POSTAL BALLOT

(Notice pursuant to Section 110 of the Companies Act, 2013)

#### Dear Shareholder(s),

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014, the Company seeks the consent of the Members for the proposals through Special Resolutions specified below. A Statement pertaining to the said resolutions is also annexed. Accordingly, the said resolutions and Statement along with Postal Ballot Form are being sent to you for your consideration and exercise of your voting right.

**NOTICE IS HEREBY GIVEN** to the members of **MINAXI TEXTILES LIMITED** that the company seeks the consent of the members by means of Postal Ballot, for the resolutions as set out below, as per the provisions under Section 110 of the Companies Act, 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and any other applicable sections, rules, regulations, guidelines, as amended from time to time. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts pertaining to the resolutions is annexed along with the postal ballot Form for consideration of the Members. The Company has appointed Mr. Ashok P. Pathak, Practicing Company Secretary as Scrutinizer in accordance with the Companies (Management and Administration) Rules, 2014 for conducting the Postal Ballot process in a fair and transparent manner.

You are requested to carefully read the instructions printed overleaf of the Postal Ballot Form and return the Postal Ballot Form, duly completed, in the attached self addressed, postage pre-paid envelope so as to reach the Scrutinizer on or before the close of working hours on 20<sup>th</sup> September, 2014. Postal Ballot Forms received after this date will be considered invalid. The voting rights of such Members be reckoned as on the cutoff date which shall be 15<sup>th</sup> day of August, 2014.

In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and the Listing Agreement entered into with the Stock Exchanges, the Company is pleased to offer e-voting facility to all the Members of the Company. The Company has entered into an agreement with CDSL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Form. The e-voting period will commence from Thursday, August 21, 2014 (9.00 a.m. IST) and will end on Saturday, September 20, 2014 (6.00 p.m. IST), and during this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Friday, August 15, 2014, may cast their vote electronically.

The Scrutinizer will submit his report to the Chairman of the Company on the completion of the scrutiny. The results of the Postal Ballot shall be announced by the Chairman on 23<sup>rd</sup> September, 2014 at 04.00 p.m. at the Registered Office of the Company. The aforesaid result would be displayed at the

registered office of the Company, intimated to the Stock Exchanges where the shares of the Company are listed, published in the newspapers and displayed along with the Scrutinizer's report on the Company's website viz. [www.minaxitextiles.com](http://www.minaxitextiles.com).

#### SPECIAL RESOLUTIONS

##### 1. AUTHORITY TO BOARD TO EXERCISE BORROWING POWERS

TO CONSIDER AND TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION

**"RESOLVED THAT** in supersession of the Ordinary Resolution adopted at the Extra Ordinary General Meeting held on 24<sup>th</sup> July, 1995 and pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of ₹100 Crores (Rupees One Hundred Crores)."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to determine the actual sum to be borrowed upto the above overall limit and to determine the time and manner and matters incidental thereto."

##### 2. AUTHORITY TO BOARD TO CREATE CHARGE/MORTGAGE ON IMMOVABLE PROPERTIES .

TO CONSIDER AND TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION

**"RESOLVED THAT** the Company do hereby accord its consent to the borrowing up to a sum of ₹100 Crore (Rupees One Hundred Crore Only) as a term loan from the Company's Bank or any financial institution and any lending institution on security inter-alia hypothecation of the plant & machinery and /or other immovable property existing as well as to be acquired by the Company, by the Board of Directors pursuant to Section 180(1)(a) or any other applicable provision, if any, of the Companies Act, 2013, any type of mortgage / charge of the undertaking of the Company for the aforesaid purpose subject however to prior mortgage and /or charges created and / or agreed to be created by the Company."

##### 3. AUTHORITY TO BOARD UNDER SECTION 186.

TO CONSIDER AND TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION.

**"RESOLVED THAT** pursuant to Section 186 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, consent of the Company be and is hereby accorded to make any loans to any person or other body corporate, give any guarantee or provide any security, in connection with a

## MINAXI TEXTILES LTD.

loan to any other body corporate or person, and to acquire, by way of subscription, purchase or otherwise the securities of any other body corporate, notwithstanding that where the aggregate of the loans and investments so far made, the amount for which guarantee of security so far provided to or in all other bodies corporate, along with the investment, loans, guarantee or security proposed to be made or given by the Board exceeds sixty percent of its paid up capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, which ever is more, provided always, that aggregate of such loan and investment already made and guarantee given or security provided in or to all bodies corporate together with proposed loan and/or guarantee or security shall not exceed the aggregate sum of ₹100 Crore (Rupees One Hundred Crore Only)."

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred to any one or more Directors of the Company."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to determine the actual sum to be invested or loan to be made and/or guarantee given or security provided in or to the bodies corporate upto the above overall limit and to determine the time and manner and matters incidental thereto."

##### 4. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION CONTAINING REGULATIONS IN CONFORMITY WITH THE COMPANIES ACT, 2013.

TO CONSIDER AND TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION

**"RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and take such steps as may be required to give effect to the above resolution."

Place : Chhatral By Order of the Board of Director  
Date : 31/07/2014 For Minaxi Textiles Ltd.

#### Registered office :

Plot No. 3311, Unit No.2,  
GIDC Industrial Estate, Phase-IV, Dineshbhai P. Patel  
Village Chhatral, Taluka-Kalol, Chairman  
Dist. Gandhinagar (N.G),  
Gujarat-382729

#### NOTES:

1. An explanatory statement pursuant to Section 102 of the Act, setting out the material facts and reasons for the proposed special resolutions at Item Nos. 1 to 4 above, are appended herein below for your consideration.
2. The Notice is being sent to all the Members, whose names appear in the Register of Members/list of Beneficial Owners as received from National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") as on Friday, August 15, 2014.
3. As per Section 110 of the Act, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Notice of Postal Ballot be served on the Members through electronic means. **Members who have registered their e-mail IDs with depositories or with the Company are being sent this Notice of Postal Ballot by e-mail and the members who have not registered their e-mail IDs will receive Notice of Postal Ballot along with physical Form through post/courier.**

#### 4. E-voting :

In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with Rule 20 and Rule 22 the Companies (Management and Administration) Rules, 2014 and the Listing Agreement entered into with the Stock Exchanges, the Company is pleased to offer e-voting facility to all the Members of the Company. The Company has entered into an agreement with CDSL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Form.

#### The instructions for members for voting electronically are as under:-

- i. If you are holding shares in Demat form and had logged on to <https://www.evotingindia.co.in> and casted your vote earlier for EVSN of any Company, then your existing login id and password are to be used.
- ii. Log on to the e-voting website <https://www.evotingindia.com>
- iii. Click on "Shareholders" tab to cast your vote.
- iv. Now, select the Electronic Voting Sequence Number-"EVSN" along with "COMPANY NAME" from the drop down menu and click on "SUBMIT"

## MINAXI TEXTILES LTD.

v. Now, fill up the following details in the appropriate boxes:

|               | For Members holding shares in Demat Form   | For Members holding shares in Physical Form |
|---------------|--|---|
| User ID       | For NSDL : 8 Characters DP ID followed by 8 Digits Client ID<br>For CDSL: 16 digits beneficiary ID   | Folio Number registered with the Company    |
| PAN           | Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)<br>Shareholders 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.<br>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. eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 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      | Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.   |   |
| Bank Details* |  |   |

\* Please enter DOB or Dividend Bank details in order to login. If the details are not recorded with the depository or Company please enter **the number of shares held by you as on the cut-off date in the Dividend Bank details field.**

vi. After entering these details appropriately, click on "SUBMIT" tab.

vii. Members holding shares in physical form will then reach directly to the EVSN 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. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@ # \$ % & \*). 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.

viii. Click on the relevant EVSN on which you choose to vote.

ix. 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.

x. Click on the "Resolutions File Link" if you wish to view the entire Resolutions.

xi. 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.

xii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiii. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution/Authority letter in PDF format in the system for the scrutinizer to verify the same. Further, they are requested to send the scanned copy of the Board

Resolution/ Authority letter to the email id of Scrutinizer ([csashokppathak@gmail.com](mailto:csashokppathak@gmail.com)), RTA ([sharepro.ahmedabad@shareproservices.com](mailto:sharepro.ahmedabad@shareproservices.com)) and Company ([minaxitx@yahoo.com](mailto:minaxitx@yahoo.com))

The voting period begins on Thursday, August 21, 2014 (9.00 a.m. IST) and be ended on Saturday, September 20, 2014 (6.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, August 15, 2014, may cast their vote electronically. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the company. The e-voting module shall be disabled by CDSL for voting thereafter.

Kindly note that the Members can opt for only one mode of voting, i.e., either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by Physical Ballot and e-voting, then voting done through valid Physical Ballot shall prevail and voting done by e-voting will be treated as invalid. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

Place : Chhatral  
Date : 31/07/2014

By Order of the Board of Director  
**For Minaxi Textiles Ltd.**

Dineshbhai P. Patel  
Chairman

## MINAXI TEXTILES LTD.

### STATEMENT ANNEXED TO THE NOTICE PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 RELATING TO SPECIAL BUSINESS MENTIONED IN THE NOTICE.

#### ITEM NO. 1 & 2 : SPECIAL RESOLUTIONS

#### AUTHORITY TO BOARD TO EXERCISE BORROWING POWERS, AND CREATION OF CHARGE/MORTGAGE ON IMMOVABLE PROPERTIES

The Company had earlier passed the Ordinary Resolutions under Sections 293(1)(a) and 293(1)(d) of the Companies Act, 1956 for borrowing money from any bank or banks or any financial institutions, Central Government or State Government, body corporate, firm, other person or persons in excess of the aggregate of paid-up capital of the Company and its free reserves and for creation of mortgage, charge, hypothecation, lien and other encumbrances, if any, by the Company, as the Board may deem fit, on the assets of the Company, both present and future, for securing the sum or sums of moneys aggregating to '50 Crores. The Central Government had recently passed the Companies Act, 2013 and also notified certain sections of the Companies Act, 2013 to be effective from 12<sup>th</sup> September 2013, which also includes section 180 governing the powers of the Board including power of borrowing and disposal of assets of the Company. As per provisions of the Sections 180(1)(a) and 180(1)(c) of the Companies Act, 2013 (corresponding to Section 293(1)(a) and 293(1)(d) of the Companies Act, 1956) with respect to creation of mortgage, charge, hypothecation, lien and other encumbrances, if any, or disposal of assets of the Company in any manner by the Company and to borrow money in excess of the aggregate of the paid-up capital of the Company and its free reserves respectively, approval of the shareholders need to be obtained by way of Special Resolution. The members had approved borrowing limit at Extra Ordinary General Meeting held on 24<sup>th</sup> July, 1995 and authority to create charge, mortgage assets of the Company to secure such borrowings upto such approved borrowing amount.

Accordingly, the approval of the members by way of special resolutions is sought under Sections 180(1)(a) and 180(1)(c) of the Companies Act, 2013 to enable the Board of Directors to borrow moneys and for securing the sum or sums of moneys borrowed to the extent of ₹100 Crores.

Your Directors recommend the resolutions as set out in this Notice for your approval. None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way concerned or interested in the said resolutions.

#### ITEM NO. 3 : SPECIAL RESOLUTION

#### AUTHORITY TO BOARD UNDER SECTION 186

Section 186 of the Companies Act, 2013, required consent of shareholders by way of Special Resolution in specified circumstance for making loan or investment in securities of any person or other body corporate, and to give any guarantee, or provide security, in connection with a loan to any other body corporate or person.

According to Section 186, the Board of Directors is empower to make any loans, investments, or give any guarantee or provide any Security up to sixty percent of its paid-up capital, free reserves

and securities premium account or one hundred percent of its free reserves and securities premium account whichever is more and similarly where the aggregate of the loans and investments so far provided to or in all other bodies corporate, alongwith investments, loan, guarantee or security proposed to be made or given by the Board of Directors, exceeds the above said limits, no investments or loan shall be made or guarantee shall be given or security shall be provided unless previously authorized by a Special Resolution passed in a General Meeting.

In accordance with the above provision, the Company proposes to authorize Board of Directors to make loan or give any guarantee provide security, and to acquire, by way of subscription or purchase or otherwise the shares of any other body corporate upto a maximum aggregate limit of ₹100 Crore (Rupees One Hundred Crore Only).

Your Directors recommend the resolution as set out in this Notice for your approval. None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way concerned or interested in the said resolution.

#### ITEM NO. 4 : SPECIAL RESOLUTION ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION

The existing Articles of Association ("AOA") of the Company are based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific sections of Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act.

The Act is now largely in force. On September 12, 2013, the Ministry of Corporate Affairs ("MCA") had notified 98 Sections for implementation. Subsequently, on March 26, 2014, MCA notified most of the remaining Sections (barring those provisions which require sanction / confirmation of the National Company Law Tribunal ("Tribunal")) such as variation of rights of holders of different classes of shares (Section 48), reduction of share capital (Section 66), compromises, arrangements and amalgamations (Chapter XV), prevention of oppression and mismanagement, (Chapter XVI), revival and rehabilitation of sick companies, (Chapter XIX), winding up (Chapter XX) and certain other provisions including, inter alia, relating to Investor Education and Protection Fund (Section 125) and valuation by registered valuers (Section 247).

However, substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several regulations of the existing Articles of Association of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing Articles of Association by a new set of Articles. The new Articles of Association to be substituted in place of the existing Articles of Association of the Company. The Board recommends the resolution for members' approval. None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

Place : Chhatral  
Date : 31/07/2014

By Order of the Board of Director  
**For Minaxi Textiles Ltd.**

Dineshbhai P. Patel  
Chairman

# MINAXI TEXTILES LIMITED

CIN : L17119GJ1995PLC025007

Registered Office : Plot No.3311, Unit No.2, GIDC Industrial Estate, Phase-IV, Village Chhatral, Dist. Gandhinagar(N.G)

## POSTAL BALLOT FORM

|   |  |
|---|--|
| 1. Name and Registered Address of the sole/ first named Member:   |  |
| 2. Name(s) of the Joint Member(s), if any:  |  |
| 3. Registered Folio No. / DPID No. / client ID No.*<br>*(Applicable to investors holding shares in dematerialized form) |  |
| 4. Number of shares held  |  |

I / We hereby exercise my/our vote in respect of the Special Resolutions to be passed through postal ballot for the business stated in the notice of the Company by convening my/our assent and/or dissent to the said resolutions by placing the tick ( ✓ ) mark in the appropriate box below.

| Sr. No. | Particulars  | For | Against |
|---------|--|-----|---------|
| 1.      | Authority to Board to Exercise Borrowing Powers under section 180(1)(c).   |     |         |
| 2.      | Authority to Board to create Charge / Mortgage on immovable properties under section 180(1)(a).  |     |         |
| 3.      | Authority to Board under section 186   |     |         |
| 4.      | Adoption of New set of Articles of Association containing regulations in conformity with the Companies Act, 2013 pursuant to Section 14. |     |         |

Signature : \_\_\_\_\_

## NOTES AND INSTRUCTIONS

- The voting rights for the Equity Shares are one vote per Equity Share, registered in the name of the Shareholders/Beneficial Owners.
- Voting by Postal Ballot, in the physical form or e-voting, 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.
- Voting period by way of Postal Ballot commences on and from Thursday, August 21, 2014 and ends on Saturday, September 20, 2014. [Rule 22 of the Companies (Management & Administration) Rules, 2014.]
- The e-voting period begins on Thursday, August 21, 2014 (9.00 a.m. IST) and be ended on Saturday, September 20, 2014 (6.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, August, 15, 2014, may cast their vote electronically. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the company. The e-voting module shall be disabled by CDSL for voting thereafter.
- The result of the voting on the Resolutions will be declared at the Registered Office of the Company at Plot No.3311, Unit No.2, GIDC Industrial Estate, Phase-IV, Village Chhatral, Dist. Gandhinagar(N.G) on September 23, 2014 at 04.00 PM.
- Kindly note that the Members can opt for only one mode of voting, i.e., either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by Physical Ballot and e-voting, then voting done through valid Physical Ballot shall prevail and voting done by e-voting will be treated as invalid.
- The Scrutinizer's decision on the validity of the Postal Ballot shall be final.  
Any query in relation to the Resolutions proposed to be passed by Postal Ballot may be sent to: Shri Bharatbhai Mehta (Compliance Officer)  
Plot No.3311, Unit No.2, GIDC Industrial Estate, Phase-IV, Village Chhatral, Dist. Gandhinagar(N.G)

### INSTRUCTIONS FOR VOTING BY :

#### (A) PHYSICAL POSTAL BALLOT FORM

- 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 envelope on which postage will be paid by the Company 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 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.
- The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address to which the same needs to be dispatched.

3. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar / Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with 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 the Members may vote on the Postal Ballot mentioning the registration number of the POA or enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 6.00 pm on September 20, 2014. Postal Ballot Form received after that date 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 Form well before the last date providing sufficient time for the postal transit.
5. In case of Equity Shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution/authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
6. Shareholders are requested not to send any paper (other than the Resolution/ authority as mentioned under instruction 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.
7. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of the joint Members. On receipt of the duplicate Postal Ballot Form, the original will be rejected.
8. A Member may request for a duplicate Postal Ballot Form and the duly completed Postal Ballot Form should reach the Scrutinizer not later than the last date for voting mentioned above.
9. The votes should be cast either in favour of or against by putting the tick ( ✓ ) mark in the column provided for assent or dissent. Postal Ballot Form bearing ( ✓ ) in both the columns will render the Form invalid.
10. Incomplete, unsigned or improperly or incorrectly filled Postal Ballot Form shall be rejected.

## (B) E-VOTING

The instructions for members for voting electronically are as under:-

- i. If you are holding shares in Demat form and had logged on to <https://www.evotingindia.co.in> and casted your vote earlier for EVSN of any Company, then your existing login id and password are to be used.
- ii. Log on to the e-voting website <https://www.evotingindia.com>
- iii. Click on "Shareholders" tab to cast your vote.
- iv. Now, select the Electronic Voting Sequence Number-"EVSN" 140812010 along with "COMPANY NAME" Minaxi Textiles Limited from the drop down menu and click on "SUBMIT"
- v. Now, fill up the following details in the appropriate boxes:

|                        | For Members holding shares in Demat Form   | For Members holding shares in Physical Form |
|------------------------|--|---|
| User ID                | For NSDL : 8 Characters DP ID followed by 8 Digits Clients ID<br>For CDSL : 16 digits beneficiary ID   | Folio Number registered with the Company    |
| PAN                    | Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)<br><br>Shareholders 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.<br><br>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. e.g. If yourname is Ramesh Kumar with folio number 100 then enter RA00000100 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.   |   |

\* Please enter DOB or Dividend Bank details in order to login. If the details are not recorded with the depository or Company please enter **the number of shares held by you as on the cut-off date** in the **Dividend Bank details field**.

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Members holding shares in physical form will then reach directly to the EVSN 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. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character(@ # \$ % & \*). 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.
- viii. Click on the relevant EVSN on which you choose to vote.
- ix. 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.
- x. Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- xi. 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.
- xii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiii. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution/Authority letter in PDF format in the system for the scrutinizer to verify the same. Further, they are requested to send the scanned copy of the Board Resolution/ Authority letter to the email id of Scrutinizer ([csashokppathak@gmail.com](mailto:csashokppathak@gmail.com)), RTA ([sharepro.ahmedabad@shareproservices.com](mailto:sharepro.ahmedabad@shareproservices.com)) and Company ([minaxitx@yahoo.com](mailto:minaxitx@yahoo.com)).

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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).