



"TRINITY PLAZA", 3RD FLOOR,
84/1A, TOPSIA ROAD (SOUTH)
KOLKATA - 700 046, INDIA
PHONE : (033) 4055 6800 / 2285 1079 & 81
FAX.: (033) 4055 6863
E-MAIL : asutosh@asutosh.co.in
CIN : L51109WB1981PLC034037

Date: 23rd April, 2019

The Secretary
Bombay Stock Exchange Limited
P. J. Towers, 25th Floor, Dalal Street,
Mumbai-400001

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001

SUB: NOTICE OF POSTAL BALLOT

Dear Sir,

Enclosed please find herewith a copy of notice of Postal Ballot sent to the shareholders of the Company.

The above information is being given in terms of Regulation 30 of SEBI (LODR) Regulations, 2015.

Thanking you.

Yours faithfully,

FOR ASUTOSH ENTERPRISES LIMITED


[K. K. GANERIWALA]
DIRECTOR

ENCLO: AS ABOVE



ASUTOSH ENTERPRISES LIMITED

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ASUTOSH ENTERPRISES LIMITED

CIN:L51109WB1981PLC034037

**Registered Office: Trinity Plaza, 3rd Floor,
84/1A, Topsia Road (South), Kolkata – 700046**

NOTICE OF POSTAL BALLOT

*(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of The Companies
(Management & Administration) Rules, 2014)*

NOTICE is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force and relevant provisions of the SEBI (LODR) Regulations, 2015 including any amendments thereto, the resolutions appended below are proposed to be passed as Special Resolutions by way of Postal Ballot including voting by electronic means ("e-voting").

ITEM NO.1

CONTINUATION OF DIRECTORSHIP OF MR. V. N. AGARWAL (DIN: 00408731) AS A NON-EXECUTIVE DIRECTOR

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 including any amendment, modification(s), variation or re-enactment(s) thereof for the time being in force, approval of the Members of the Company be and is hereby accorded for continuation of directorship of Mr. V.N. Agarwal (DIN: 00408731), as the Non-Executive Director of the Company beyond the age of 75 years with effect from 1st April, 2019."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution."

**BY ORDER OF THE BOARD
FOR ASUTOSH ENTERPRISES LIMITED**


DIRECTOR

**PLACE: KOLKATA
DATE: 14TH MARCH, 2019**

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of The Companies Act, 2013 setting out the material facts is appended herein below.
2. The Postal Ballot Notice is being sent to all Members, whose names appears on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as of 12th April, 2019.
3. The Board of Directors of the Company has appointed Ms. Vidhya Baid, Company Secretary in practice (Membership No. FCS-8882) as a Scrutinizer for conducting the entire process of polling (both through e-voting and postal ballot) in a fair and transparent manner.
4. Members desirous 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 Business Reply Envelope. Unsigned Postal Ballot Form will be rejected. Postage will be borne and paid by the Company. However Postal Ballot Forms, if sent by courier or registered/speed post at the expense of the Members will also be accepted. The Postal Ballot Form may also be deposited personally at the address given thereon. The duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of the working hours (i.e. upto 5.00 p.m.) of 17th May, 2019 to be eligible for being considered, failing which it will be strictly treated as if no reply has been received from the Member. The dispatch of Notice of Postal Ballot and Ballot Form will be completed by 16th April, 2019.
5. In compliance with provisions of Section 108 and Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44(1) of SEBI (LODR) Regulations, 2015, the Company is extending e-Voting facility as an alternate for its Members, to enable them to cast their vote electronically instead of dispatching Postal Ballot Forms.
6. The e-voting period shall commence on 18th April, 2019 at 9:00 a.m. and end on 17th May, 2019 at 5:00 p.m. During this period the Members of the Company as on the cut-off date of 12th April, 2019 may cast their vote by e-voting. The e-voting module shall be disabled by NSDL for voting thereafter.
 - (a) The process and manner for remote e-voting are as under:-
 - I. *In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company]*
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID, Verification Code as shown on the screen and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Name of the company".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to vidhyabaid@gmail.com with a copy marked to evoting@nsdl.co.in

II. In case a Member receives physical copy of the Notice of Postal Ballot [for members whose email IDs are not registered with the Company or requesting physical copy]

- (i) Initial password is being provided separately:

<u>EVEN</u> (REMOTE E-VOTING EVENT NO.)	<u>USER ID</u>	<u>PASSWORD/PIN</u>

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- (b) In case of any queries, you may refer FAQs for Members and remote e-voting User Manual for Members available at www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.

