



## AURANGABAD DISTILLERY LIMITED

Registered Office: A/P Walchandnagar, Tal. Indapur Pune Maharashtra 413114  
Corporate Office: Gat No 45/2, 47/2, 48/2, and 50/2, Rangaon (Ranmodwadi) Walchandnagar, Indapur, Pune 413114  
CIN: L55000PN2000PLC177314 Email ID: csaurangabaddistillery@gmail.com Tel No: +91-02118-252507

### POSTAL BALLOT NOTICE

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

Dear Member(s),

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with the Companies (Management and Administration) Rules, 2014 ('the Rules') and other applicable laws, rules and regulations, if any, (including any statutory modification thereto or re-enactment thereof for the time being in force) Aurangabad Distillery Limited (the 'Company') hereby seeks your approval by way of Special Resolution through Postal Ballot.

The Explanatory Statement pertaining to the Special Resolution setting out the material facts and the reasons thereof is annexed hereto along with the Postal Ballot Form for your consideration.

The Board of Directors of the Company have appointed CS Ganesh Hedau, a Practicing Company Secretary as Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The Members are requested to send their assent or dissent on this resolution.

#### TO OBTAIN APPROVAL OF THE SHAREHOLDERS FOR GIVING LOAN UNDER SECTION 185 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to Pass following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 185(2) of the Companies Act, 2013 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and all other applicable provisions of Companies Act 2013, approval of the Members of the Company be and is hereby accorded for advancing loan to New Phaltan Sugar Works Distillery Division Limited to be utilized for its principal business activity, up to maximum amount of Rs. 15,00,00,000/- (Rupees Fifteen Crore only)."

"RESOLVED FURTHER THAT any Director of the Company or Company Secretary be and is hereby authorized for submission of the said notice to the Stock Exchange and for publication of an advertisement in the newspaper specifying the date of completion of dispatch of postal ballots and to do all acts, deeds and things as may be required or deemed necessary to implement the said resolution."


"RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to retain custody of postal ballot forms and other records received from the scrutinizer after the scrutinizer has submitted his report on the scrutiny to the Board of Directors."

"RESOLVED FURTHER THAT Mr. Amardeep Singh Sethi, Chairman and Whole Time Director of the Company, be and is hereby authorized to declare the results of the postal ballot process."

"RESOLVED FURTHER THAT any of the Director(s) be and is hereby authorized to do all things and to take all incidental and necessary steps including sending of Notice to all members and filing of this resolution with Registrar of Companies and to conduct the said Postal Ballot process for and on behalf of the Company and to deal all questions or difficulties that may arise in the course of implementing this Resolution."



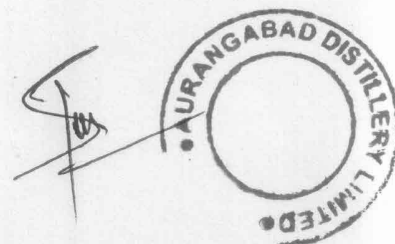
For Aurangabad Distillery Limited

  
Amardeep Singh Sethi  
Chairman & Whole Time Director  
DIN: 00097644

Date: 20<sup>th</sup> November, 2020  
Place: Aurangabad

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, read with the Rules made thereunder, setting out material facts in respect of the proposed Special Resolution as set out in the Notice, is annexed hereto.
2. In compliance of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, Notice of Postal Ballot along with Postal Ballot Form and postage prepaid self-addressed prepaid envelope is being sent by Courier.
3. The Notice of Postal Ballot is being sent to all the Members, whose names appear in the Register of Members/ list of Beneficial Owners, received from the Depository Participants viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on close of working hours on Friday, 20<sup>th</sup> November, 2020 (Cutoff date). The date of completion of dispatch of Notices will be announced through advertisement in Newspapers.
4. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members. The voting period begins on Monday, 30<sup>th</sup> November, 2020 and ends on Tuesday, 29<sup>th</sup> December, 2020. A copy of this Postal Ballot Notice along with the Postal Ballot Form will be placed on the website of the Company at <http://aurangabaddistillery.com/>, and will remain on such website until the last date of receipt of Postal Ballot from the Members.
5. A Member desiring to exercise vote by Postal Ballot may complete the enclosed Postal ballot Form and send it to the Scrutinizer in the enclosed self-addressed Prepaid Envelope. Postage will be borne and paid by the Company. However, envelope containing Postal Ballots, if sent by Courier or by Speed Post or by Registered Post, sent at the expense of the registered Member, will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given thereon. In any event, the Postal Ballot should reach the Company not later than the close of working hours on Tuesday, the 29<sup>th</sup> December, 2020. If the ballots are received thereafter they shall be deemed to have been not received.
6. Members are requested to carefully read the instructions printed on the Postal Ballot Form before exercising their vote.
7. In case shares are jointly held, the Postal Ballot Form should 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.
8. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority letter together with attested specimen signature(s) of the duly authorized signatory / ies, giving requisite authority to the person voting on the Postal Ballot Form.
9. The Board of Directors of the Company has appointed CS Ganesh Namdeo Hedau, Practicing Company Secretary, having Membership Number A39992 and Certificate of Practice Number 18022, as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner. 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. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than Tuesday, 29<sup>th</sup> December, 2020.
10. The vote in this Postal Ballot cannot be exercised through proxy.
11. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot will be final. The Scrutinizer will submit his report to the Chairman or in his absence to the Company Secretary, after completion of the Scrutiny of the Postal Ballots.
12. The Scrutinizer will submit his report to the Chairman or in his absence, to the Company Secretary of the Company. The result of postal ballot shall be declared on Thursday, 31<sup>st</sup> December 2020 at 5.00 p.m. at the Company's Registered Office. In addition to the results being communicated to the Stock Exchange it shall also be displayed at the Company's corporate office and will be displayed on the Company's website at <http://aurangabaddistillery.com>



**THE EXPLANATORY STATEMENT UNDER SECTION 102(1) READ WITH SECTION 110 OF THE COMPANIES ACT, 2013**

As per the provisions of Section 185 of the Companies Act, 2013, loan can be advanced to any person in whom the Directors of the Company are interested subject to the condition that special resolution is passed by the Company in general meeting and the loans are utilized by the borrowing company for its principal business activities.

Particulars of the transaction pursuant to proviso to the sub section 2 of Section 185 of Companies Act 2013 are as below –

**a) Name of the party to whom loan is advanced:**

New Phaltan Sugar Works Distillery Division Limited

**b) Name of the Director who are interested:**

Mr. Amardeepsingh Sethi

Mrs. Jagjitkaur Sethi

**c) Amount of the loan to be advanced:**

Rs. 15,00,00,000/- (Rupees Fifteen Crores Only)

**d) Nature of interest:**

Mr. Amardeepsingh Sethi is a Director in Aurangabad Distillery Limited & New Phaltan Sugar Works Distillery Division Limited.

Further, Mrs. Jagjitkaur Sethi being relative of Mr. Amardeepsingh Sethi is interested in the aforesaid resolution.

**e) Purpose for which the loan is advanced;**

New Phaltan Sugar Works Distillery Division Limited is a molasses based distillery and said loan is advanced for the principal business activities of New Phaltan Sugar Works Distillery Division Limited which is manufacturing rectified spirit; ethanol etc. Both the companies are in similar business line and the directors of your company foresee business association.


Hence, approval of the Members is being sought by way of a Special Resolution through Postal Ballot for advancing loan to the New Phaltan Sugar Works Distillery Division Limited.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives except Mr. Amardeepsingh Sethi and Mrs. Jagjitkaur Sethi is/are concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

Date: 20<sup>th</sup> November, 2020  
Place: Aurangabad



**For Aurangabad Distillery Limited**

  
Amardeepsingh Sethi  
Chairman & Whole Time Director  
DIN: 00097644



## AURANGABAD DISTILLERY LIMITED

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**Corporate Office:** Gat No 45/2, 47/2, 48/2, and 50/2, Rangaon (Ranmodwadi) Walchandnagar, Indapur, Pune 413114  
**CIN:** L55000PN2000PLC177314 **Email ID:** csaurangabaddistillery@gmail.com **Tel No:** +91-02118-252507

### POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before filling this form)

(In Block Letters)

| Sr.No. | Particulars   | Details |
|--------|---|---------|
| 1.     | Name of the Shareholder   |         |
| 2.     | Name(s) of Joint holder(s), if any  |         |
| 3.     | Registered Address  |         |
| 4.     | Registered folio No. / DP ID No. / *Client ID No.<br>(*Applicable to investors holding shares in dematerialized form) |         |
| 5.     | No. of shares held as on 20 <sup>th</sup> November 2020   |         |

I / We hereby exercise my / our vote in respect of the Special Resolution to be passed through Postal Ballot as stated in the Notice of the Postal Ballot dated 20<sup>th</sup> November 2020 of the Company by sending my / our Assent (For) or Dissent (Against) to the said Special Resolution by placing the tick (✓) mark in the appropriate box below:

| Sr. No | Description of Special Resolution   | I/We assent to the Resolution (FOR)<br>(Number of Shares) | I/We dissent to the Resolution (AGAINST)<br>(Number of Shares) |
|--------|---|---|--|
| 1.     | To obtain approval of the Shareholders for giving loan under Section 185 of the Companies Act, 2013 |   |  |

Place: \_\_\_\_\_

Date:     /     / 2020

\_\_\_\_\_  
(Signature of the shareholder)

## IMPORTANT INSTRUCTIONS

1. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the Members. Voting period commences on Monday, 30<sup>th</sup> November 2020, and ends on Tuesday, 29<sup>th</sup> December 2020 till business hours.
2. Voting rights shall be reckoned on the paid-up value of equity shares registered in the names(s) of Members(s) on the cut-off date i.e. Friday, 20<sup>th</sup> November, 2020. A person who is not a member on the relevant date should treat this notice for information purpose only.
3. Members desiring to exercise their votes by Postal Ballot Form are requested to read these instructions carefully and those given in the Postal Ballot Notice and return the Form duly completed and signed in the attached self-addressed postage prepaid envelope. However, envelope(s) containing Postal Ballot Form, if sent by courier or registered/speed post at the expense of the Member will also be accepted. The envelopes may also be deposited at the address mentioned thereon.
4. Assent or Dissent to the proposed resolutions may be recorded by placing a tick mark (✓) in the appropriate column. Postal Ballot Form bearing (✓) mark in the both column will render the form invalid. Unsigned, incomplete or incorrectly ticked Postal Ballot Forms shall be rejected.
5. Voting in this Postal Ballot cannot be exercised through proxy.
6. This Form should be completed and signed by the Member. In case of joint holding, this Form should 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. A Member may sign the Postal Ballot Form through an Attorney; however, in such case, certified true copy of the Power of Attorney should be attached to the Postal Ballot Form.
7. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authority letter together with specimen signature(s) of the duly authorized signatories.
8. Postal Ballot Forms received by the Company by as on Tuesday, 29<sup>th</sup> December 2020, till the end of business hours shall only be considered.
9. All Postal Ballot Forms received after this date will be treated as if the reply from the Member(s) has not been received.
10. Members who do not receive the Postal Ballot Form and wish to obtain the same may download the Postal Ballot Form from the Company's website at <http://aurangabaddistillery.com/> or may send an email to the Company at [csaurangabaddistillery@gmail.com](mailto:csaurangabaddistillery@gmail.com)
11. A Member neither needs to use all his/her votes nor needs to cast all his/her votes in the same way.
12. Members are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything on the Postal Ballot Form except giving their assent or dissent and putting their signature.
13. The Scrutinizer's decision on the validity of Postal Ballot Form shall be final.