



SREE RAYALASEEMA ALKALIES AND ALLIED CHEMICALS LIMITED

CIN: L24110AP1981PLC003077,

Regd. Office: Gondiparla, Kurnool – 518 004, Andhra Pradesh.

Tel: 08518 -280006, Fax: 08518- 280098

Website: www.tgvgroup.com, email: sralkalies@tgvmail.net

POSTAL BALLOT NOTICE

TO THE MEMBERS OF THE COMPANY

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

NOTICE IS HEREBY GIVEN THAT the Resolution set out hereunder for alteration of the Objects Clause of the Memorandum of Association of the Company is proposed to be passed by means of Postal Ballot and Electronic Voting (e-voting). The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Resolution is annexed.

The Board of Directors of your Company at the meeting held on 23rd August, 2017 have appointed Mr. M. Nirmal Kumar Reddy, Practicing Chartered Accountant, Kurnool, as the Scrutinizer for scrutinizing the Postal Ballot and e-voting process.

Members have the option to vote either by Postal Ballot or through e-voting. Members opting to vote by Postal Ballot are requested to read carefully the instructions printed on the Postal Ballot Form and return the same, completed and signed, in the enclosed self-addressed postage prepaid envelope, so as to reach the Scrutinizer on or before the close of working hours on Tuesday, 3rd October, 2017. Members who opt for e-voting are requested to read carefully the instructions given in the Notes forming part of this Notice.

Based on the Scrutinizer's Report, the Results of the Postal Ballot and e-voting will be declared on Thursday, 5th October, 2017 at 5.00 P.M at the Registered Office of the Company i.e., Gondiparla, Kurnool. The declared Results, alongwith the Scrutinizer's Report, will be available on the Company's corporate website www.tgvgroup.com under the section 'Investors' and will also be forwarded to the Stock Exchanges (BSE) where the Company's shares are listed. Central Depository Services (India) Ltd. (CDSL), engaged by the Board of Directors of the Company for facilitating e-voting, will also display these Results on its website www.tgvgroup.com .

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution as a **Special Resolution** for alteration of OBJECTS clause in Memorandum of Association.

“RESOLVED THAT, in accordance with the provisions of Section 13 of the Companies Act, 2013, or any amendment thereto or modifications thereof, Clause III of the Memorandum of Association of the Company be and is hereby altered by insertion of the following sub-clause (A) 12 after the existing sub-clause (A) 11.

12. “To carry on the business as dealers, manufacturers, contractors and loan licence manufacturers, agents, distributors of Drugs and Pharmaceuticals of every description and application with indigenous and/or imported technology, pharmaceutical formulations like liquids, capsules, tablets, powders, mixtures, antibiotics enzymes and fluids of every description and other related products, all intermediates and by products of any of the above, surgical and health aids of varied nature like syringes, gloves, surgical & sanitary towels, napkins, Pharma based cosmetics.”

By order of the Board
Sd/-

CS RADHAKRISHNA MURTHY V
COMPANY SECRETARY

Place : Kurnool
Date : 23rd August, 2017

NOTES:

- (i) The Postal Ballot Notice is being sent to the Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on Friday, 25th August, 2017. The Postal Ballot Notice is being sent in electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories and in physical mode to the other Members.
- (ii) Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on 25th August, 2017 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by Postal Ballot or e-voting. A person who is not a Member on the cut-off date should accordingly treat this Notice as for information purposes only.
- (iii) Members can opt for only one mode of voting i.e. either Postal Ballot or e-voting. In case any Member votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through Postal Ballot shall be considered invalid.
- (iv) The Special Resolution, if passed by requisite majority, will be deemed to be passed on the last date specified for e-voting or receipt of duly completed Postal Ballot Forms i.e. Tuesday, 3rd October, 2017.

The procedure with respect to e-voting is provided below:-

- I. In case of Members who receive the Postal Ballot Notice in electronic mode:
 - (i) The voting period begins on 02-09-2017 at 9.00 A.M. and ends on 03-10-2017 at 5.00 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 (25-08-2017) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders.
 - (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 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:

For Members holding 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 8 digits of the sequence number (printed on the Address Slip)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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none">If both 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 instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach 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 for the relevant <Company Name> 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 a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login 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) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 linked in the login should be mailed to helpdesk.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.
- (xx) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

EXPLANATORY STATEMENT

Annexed to the Notice dated 23rd August, 2017.

The products manufactured by the company are raw materials or inputs for most of the pharmaceuticals companies. As a measure of forward integration and strategical long term move the company is proposing to enter into manufacture of Pharmaceuticals and other related products of health care to gain the advantages of existing establishment and capabilities.

The Objects Clause of the Memorandum of Association of the Company is accordingly proposed to be enlarged, as set out in the Special Resolution, to enhance the business scope of the company.

Objects Clause of the Memorandum of Association can be altered by passing a Special Resolution through Postal Ballot, pursuant to Sections 13 and 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

A copy of the Memorandum of Association of the Company will be available for inspection by the Members at the Registered Office of the Company between 10.00 a.m. and 5.00 p.m. on working days up to 27th September, 2017.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Special Resolution.

The Board recommends this Special Resolution for your approval.

Place : Kurnool
Date : 23rd August, 2017

By order of the Board
Sd/-
CS RADHAKRISHNA MURTHY V
COMPANY SECRETARY



SREE RAYALASEEMA ALKALIES AND ALLIED CHEMICALS LIMITED

Regd. Office: Gondiparla, Kurnool – 518 004, Andhra Pradesh. Tel: 08518 -280006, Fax: 08518- 280098

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POSTAL BALLOT FORM (EQUITY SHAREHOLDERS)

(To be returned to Scrutinizer appointed by Sree Rayalaseema Alkalies and Allied Chemicals Ltd.)

To,
The Equity Shareholders,

Fill up the following particulars

Sl.No.	Particulars	Details
1.	Name(s) Member(s) (Including Joint-holders, if any)	
2.	Registered address	
3.	Registered Folio No./ * Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	No. of Share (s) held (Equity)	

I /We hereby exercise my /our vote in respect of Ordinary Resolution(s) / Special Resolution (s) as specified in the Notice dated 23rd August, 2017 to be passed through Ballot for the business stated in the said Notice by conveying my / our assent or dissent to the said resolution in the relevant box below by placing the tick (✓) mark at the appropriate box below (tick mark in both the boxes will render the ballot invalid).

Sl.No.	Description	Type of Resolution	I assent to the resolution (For)	I dissent to the resolution (Against)
1	Alteration of OBJECTS clause to include "PHARMACEUTICALS" in Memorandum of Association.	Special		

Place :
Date :

Signature of the Shareholder

E-mail: # Tel No:

INSTRUCTIONS

1. This Ballot Form is provided for the benefit of Members (Equity Shareholders) who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of AGM.
4. The Scrutinizer will collate the votes down loaded from the e-voting system and votes received through post to declare the final result for each of the Resolutions forming part of the Notice of the AGM.

Process and manner for Members opting to vote by using the Ballot Form:

1. Please complete and sign the Ballot Form (no other form or photo copy thereof is permitted) and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. M. Nirmal Kumar Reddy, Practicing Chartered Accountant, (Membership No. FCA211032), at 6-2-1012, 2nd Floor, TGV Mansion, above ICICI Bank, Khairatabad, Hyderabad - 500 004, Telangana. Equity shares please insert ballot paper in the envelop while sending to the Scrutinizer.
2. The Form should be signed by the Member as per the specimen signature registered with the Company / Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted through proxy.
3. In case the shares are held by Companies, Trusts, Societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution / Authorization.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot.
5. Duly completed Ballot Form should reach the Scrutinizer not later than Tuesday, the 3rd October, 2017 (5.00 P.M. IST). Ballot Form received after 03.10.2017 will be strictly treated as if the reply from the Members has not been received.
6. A Member may request for a duplicate Ballot Form, If so required. However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified in serial no. 6 above.
7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
8. The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
9. The results declared along with Scrutinizer's Report, shall be placed on the Company's website www.tgvgroup.com and on the website of Central Depository Services (India) Limited within two days of the passing of the Resolutions i.e. on Tuesday, the 3rd October, 2017 and communicated to the BSE Limited, where the shares of the Company are listed.