



AIA Engineering Ltd.

AIAEL/NSE/14-15/S-546
8th November 2014

Fax No.-022-26598237/38
022-26598347/48

To,
National Stock Exchange of India Limited,
"Exchange Plaza",
Bandra Kurla Complex,
Bandra (E),
MUMBAI - 400 051

Kind Attention: Mr. Hari K. - Asst. Vice President

Dear Sir,

Sub.:- Intimation of Postal Ballot.

With reference to the captioned subject, we hereby inform that pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Company proposes to conduct Postal Ballot for obtaining the approval of Members of the Company by Special Resolution for creation of Charge / Mortgage / Hypothecate the properties of the Companies under Section 180 (1) (a) of the Companies Act, 2013.

We further inform that Mr. Tushar M. Vora, Practicing Company Secretary has been appointed as the Scrutinizer by the Board of Directors of the Company for conducting the Postal Ballot Process.

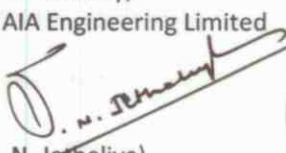
In this connection we are forwarding herewith the following:

- (i) Consent Letter of the Scrutinizer;
- (ii) Calendar of Events for the Postal Ballot Process; and
- (iii) Blank Postal Ballot Form

We request you to take above information in order.

Thanking you.

Yours faithfully,
For AIA Engineering Limited


(S. N. Jetheliya)
Company Secretary



Encl.: As above

An ISO 9001 Certified Company

Regd. Office : 115, G.V.M.M. Estate, Odhav Road, Ahmedabad - 382410. Gujarat, India.
Tel. : +91 79 22901078 | Fax : 91 79 22901077 | www.aiaengineering.com

CIN : L29259GJ1991PLC015182

Tushar M. Vora

B.Com., LL.B. (SPL.), F.C.S.

TUSHAR VORA & ASSOCIATES

Company Secretaries

3RD November, 2014

To

Company Secretary
AIA Engineering Limited
115, G V M Estate
Odhav Road
Ahmedabad - 382410

SUB : CONSENT TO ACT AS SCRUTINIZER FOR PROPOSED POSTAL BALLOT / E-VOTING -
COMPANIES ACT, 2013

Dear Sir

With reference to your letter No. AIAEL/PB/14-15/S-535 DT. 30th October, 2014, we hereby give our consent to our appointment as Scrutinizer to oversee the postal ballot and e-voting process in the matter of special resolutions to be passed within the meaning of the Companies Act, 2013 and to submit our report thereon.

Thanks for your offer in the matter.

Thanking you

Yours faithfully

FOR TUSHAR VORA & ASSOCIATES
Company Secretaries



Tushar m vora
Proprietor

**AIA ENGINEERING LIMITED**

[CIN:L29259GJ1991PLC015182]

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POSTAL BALLOT**CALENDAR OF EVENTS**

Sr. No.	Activity	Date
1.	Intimation to Stock Exchanges regarding convening of Board Meeting.	21.10.2014
2.	Date on which consent is given by the Scrutinizer to act as such.	03.11.2014
3.	Date on which consent given by the e-voting Service provider to act as such.	03.11.2014
4.	Date of consideration of the matter in the Board meeting.	07.11.2014
5.	Date of the Board meeting authorizing the Managing Director / Director/ Company Secretary to be responsible for the entire Postal Ballot.	07.11.2014
6.	Approval of Calendar of Events.	07.11.2014
7.	Filing of intimation of the Board Resolution and event of calendar for conducting Postal Ballot to the Stock Exchange.	08.11.2014
8.	Submission of Board Resolution and event of Calendar for conducting Postal Ballot to the Registrar of Companies.	within 7 days of passing the Board Resolution 14.11.2014
9.	Cut-off date to determine the Members to whom Notice along with Postal Ballot Forms are to be dispatched.	Friday the 31.10.2014
10.	Date of completion of despatch of Notice along with postal Ballot Forms.	23.11.2014
11.	Publication of Notice in Newspaper for the date of completion of dispatch of Notice and last date for receipt of Postal Ballot Forms.	24.11.2014
12.	Last date for receiving Postal Ballot Papers either in Physical / through e-voting by Scrutinizer.	22.12.2014
13.	Last date of submission of the Report by the Scrutinizer to the Chairman.	26.12.2014
14.	Date of Declaration of the Results by the Chairman to the Notice Board / Stock Exchanges (the same day as has been mentioned in the Notice).	26.12.2014
15.	Results to be released to the Press	29.12.2014
16.	Date of handing over the Postal Ballot Forms and other related papers to the designated person.	29.12.2014
17.	Filing of Form MGT-14 with the Registrar of Companies. (within 30 days from the date of declaration of the results of the Postal Ballot).	Within 30 days from the date of declaration of results.
18.	Last date of signing of Minutes by the Chairman (within 30 days from the date of declaration of the results of the Postal Ballot).	Within 30 days from the date of declaration of results.



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POSTAL BALLOT FORM

(Please read carefully the instruction printed overleaf before exercising your vote)

Sr. No.

1.	Name (s) of Shareholder(s) – including Joint Holders, if any. (in Block Letters)	
2.	Registered Address of the sole / first named Shareholder.	
3.	Registered folio No. / DP ID No. / Client ID No.* (* 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 Resolution to be passed through Postal Ballot for the business stated in the notice of the Company by sending my / our assent or dissent to the said resolution by placing the tick (v) mark at the appropriate box below.

Sr. No.	Particulars of the Resolution	No. of Equity shares	I / We assent to the Resolution [For]	I / We dissent to the Resolution [Against]
1.	SPECIAL RESOLUTION under Section 180 (1) (a) of the Companies Act, 2013 authorizing the Board of Directors to Mortgage / Hypothecate / Create Security and / or create any charge on immovable and / or movable Properties of the Company to secure the Borrowings (including temporary loans & Working Capital Facilities obtain by the Company from any of its Scheduled Banks in the Ordinary Course of Business.)			

Place: Ahmedabad

Date :

(Signature of the Shareholder / s)

E-VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	USER ID	Existing Password*
	Folio No. / Client ID	PAN Number / Bank Account No. / Date of Birth

* Voting facility will be available during the following voting period.

Commencement of e-voting	End of e-voting / receipt of Postal Ballot
	Monday, the 22 nd December 2014 at 5.00 p.m.

NOTE: Please read the instructions carefully before exercising your vote.



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INSTRUCTIONS

1. A Member desiring to exercise his/her vote by postal ballot should complete this Postal Ballot Form (in original as no other form or photo copy thereof is permitted to be used for the purpose) and send it to the Scrutinizer in the enclosed self-addressed, postage pre-paid envelope.

However, envelopes containing postal ballot form, if sent by courier / registered post to the address of the Scrutinizer at the expense of the Member, will also be accepted.
2. The consent of the Member must be accorded by recording the **assent** in the column '**FOR**' and **dissent** in the column '**AGAINST**' by affixing a tick mark (**v**) in the appropriate column. The assent or dissent received in any other manner shall not be considered valid.
3. The Postal Ballot Form should be completed and signed by the Member. In case of joint holding, this Form should be completed and signed (as per specimen signature registered with the RTA by the first named Member and in his/her absence, by the next named Member.
4. The right of voting by Postal Ballot shall not be exercised by a Proxy.
5. An unsigned or incorrect Postal Ballot Form will be rejected.
6. Where the Postal Ballot Form has been signed by an authorised representative of a body corporate, a certified copy of the relevant authorization to vote on the Postal Ballot should accompany the Postal Ballot Form. A Member may sign the 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.
7. The postage pre-paid self-addressed envelope bears the **name of the Scrutinizer** appointed by the Board of Directors of the Company. The duly completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours on Monday the **22nd December 2014**. Postal Ballot Forms received after this date shall be strictly treated as if the reply from the Member has not been received.
8. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final.
9. Voting Rights shall be reckoned on the paid up value of shares registered in the name of Members as on date of dispatch of notice.
10. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed Postal Ballot Form should reach the Scrutinizer not later than the date and time specified herein above.
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 in the enclosed self - addressed envelope, other than those elucidated in point number 6. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.





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13. Voting through electronic means

In case of members receiving e-mail for Postal Ballot:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders” tab.
- (iii) 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.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat members as well as physical members). - 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 in the PAN field. - 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.
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 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.





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- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (x) Click on the EVSN of **AIA Engineering Ltd.** to vote.
- (xi) 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.
- (xii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) 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.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.





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In case of members receiving the physical copy of Postal Ballot Form:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.
- (B) The e-voting period begins on **23rd November 2014 (9.00 a.m.)** and ends on **Monday the 22nd December 2014 (5.00 p.m.)**. During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **31st October 2014**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) The voting rights of Members shall be in proportion to their Shares of the paid-up equity share capital of the Company.
- (D) Mr. Tushar Vora, Company Secretaries (Membership Number FCS-3459; CP No. 1745) [Address: 32 Arpan Society, Nr. Mayur High School, Paliyad Nagar, Naranpura, Ahmedabad – 380010] has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (E) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the Downloadable section of www.evotingindia.co.in under help section or write email to helpdesk.evoting@cdslindia.com
- (F) The Scrutinizer shall within a period not exceeding three (3) working days from the closing of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (G) The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.aiaengineering.com and on the website of CDSL within two (2) working days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

Contact Details

Company	:	AIA Engineering Limited
Regd. Office	:	115, GVMM Estate, Odhav Road, Odhav, Ahmedabad-382 410, Gujarat, India CIN: L29259GJ1991PLC015182 E-mail : snj@aiaengineering.com , ric@aiaengineering.com
Registrar and Share Transfer Agent	:	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai-400078 Phone: +91-22-25946970 Fax: +91-22-2594 6969
e-Voting Agency	:	Central Depository Services (India) Limited E-mail : helpdesk.evoting@cdslindia.com
Scrutinizer	:	CS Tushar Vora, Practicing Company Secretary E-mail : cstushar@tusharvora.com

