



NARMADA GELATINES LIMITED

Regd. Office : CARAVS, Room No 28, 15, Civil Lines, Jabalpur – 482001
Tel:0761-2830433, Fax :2830516
Email : ngljbp@rediffmail.com website:www.narmadagelatines.com
CIN : L24111MP1961PLC016023

NOTICE OF POSTAL BALLOT

Members are hereby informed that in terms of the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has on 28th February, 2019, completed the dispatch of the Postal Ballot Notice, along with the Postal Ballot form:

(a) through email to Members (as on Friday, 22nd February, 2019 being cut-off date) whose email addresses are registered in the records of depository participants viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and with the Company's Registrar and Share Transfer Agent viz. C.B. Management Services Private Limited and (b) through physical mode, along with a postage prepaid self addressed Business Reply Envelope to other Members (whose email addresses are not registered), to seek the consent of the Members of Narmada Gelatines Limited ("Company"), by way of a Special Resolution for continuation of directorship of **Justice Gulab Gupta (DIN 00191368)**, and **Mr Mohan C. Pant (DIN 00257707)** as Independent Directors of the Company, with effect from 1st April 2019 till the date of 60th AGM of the Company or till 21st September 2021, whichever is earlier and not liable to retire by rotation, as per requirement of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Voting rights of the Members shall be in proportion to their share in the paid-up Equity Share capital of the Company as on the close of business hours of the cut-off date i.e. Friday, 22nd February, 2019, as per the Register of Members / List of Beneficial Owners as received from NSDL and CDSL. Any person, who is not a Member as on the close of business hours of the cut-off date, should treat this notice for information purpose only.

The Company has engaged the services of NSDL for providing remote e-voting facility to its Members.

The Board of Directors of the Company (the "Board") by resolution dated 7th February, 2019, has appointed Dr. Asim K. Chattopadhyay (FCS No.:2303/ COP No.:880), Practicing Company Secretary, as the Scrutinizer ("Scrutinizer") for conducting the postal ballot / remote e-voting process in a fair and transparent manner.

All Members are, therefore, informed that:

1. Date of completion of dispatch of Notice of Postal Ballot is **Thursday, 28th February, 2019**.
 2. The voting through Postal Ballot and remote e-voting shall commence on **Thursday, 28th February, 2019 at 9.00 a.m. (IST)** and shall end on **Friday, 29th March, 2019 at 5.00 p.m. (IST)**. The remote e-voting module shall be disabled thereafter and not be allowed beyond **5.00 pm (IST) on 29th March, 2019**.
 3. The voting rights of the Members (through Postal Ballot form or Remote E-voting) shall be reckoned on the Equity Shares held by them as on the close of business hours on **Friday, 22nd, February, 2019**, being the cut-off date fixed for this purpose.
 4. The Postal ballot form, duly completed and signed by the Member(s) shall have to be returned in the postage prepaid self addressed **Business Reply Envelope** to the Scrutinizer so as to reach the Scrutinizer not later than **Friday, 29th March, 2019 by 5.00 p.m. (IST)**. Any postal ballot form received after the said date shall be treated as if the reply from the Member(s) has not been received.
 5. In case a Member is desirous of obtaining Postal Ballot in printed form or a duplicate thereof, the Member may write to C.B. Management Services Private Limited, Unit: Narmada Gelatines Limited, or to the Company at **mahesh.verma@narmadagelatines.com**. The Registrar and Share Transfer Agent will forward the same along with postage prepaid self addressed Business Reply Envelope upon receipt of a request from the Member. However, the duly filled in duplicate form should reach the Scrutinizer not later than **Friday, 29th March, 2019 by 5.00 p.m. (IST)**.
 6. A Member can opt for only one mode of voting i.e. Postal Ballot form or remote e-voting. If a Member casts vote by both the modes, then the votes cast through remote e-voting shall prevail.
 7. In case of any queries or grievances relating to Postal Ballot/Remote E-voting, Members are requested to contact C.B. Management Services Private Ltd., P-22 Bondel Road, Kolkata -700 019, email:rtta@cbmsl.com, phone no.033-40116700, 40116739 or Mr. Mahesh Verma, Company Secretary, Mobile No.9425363173 or you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the "downloads" section of www.evoting.nsd.com or contact NSDL at Telephone Number: 022-2499 4600.
- The said Postal Ballot notice along with Postal Ballot form is also available on the website of the Company at <https://www.narmadagelatines.com/investor-information/> / pressrelease announcement and on the website of NSDL – www.nsd.com.
- The result of the Postal Ballot (including remote e-voting) declared along with the Scrutinizer's Report, will be hosted on the website of the Company at www.narmadagelatines.com and on the website of NSDL at <https://evoting.nsd.com> and will also be displayed on the notice board of the Company at its Registered office, immediately after the declaration of the result by the Board of Directors or a person authorised by him in writing and after the results are communicated to BSE Limited, on which the equity shares of the Company are listed.

By Order of the Board of Directors
For Narmada Gelatines Limited

Sd/-

Mahesh Verma
Company Secretary

Jabalpur
28th February, 2019