



SOMA TEXTILES & INDUSTRIES LTD.

A GOVT. RECOGNISED EXPORT HOUSE

REGD. OFFICE : 2, RED CROSS PLACE, KOLKATA- 700 001, INDIA

TEL : (033) 2248-7406/07, FAX : (033) 2248-7045

E-mail : rssharma@somatextiles.com

STIL/SECY/KOL/2013-14/03

9th April, 2013

The Corporate Relationship Dept.
Bombay Stock Exchange Ltd.,
Piroze Jeejeebhoy Towers, 1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai - 400 001

The Secretary,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor, Plot No. C/1, G-Block
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Re: Passing of Ordinary Resolution seeking Members' approval by Postal Ballot to disposal or sale and/or otherwise transfer of the Baramati Unit of the Company, at the Baramati, Pune, Maharashtra

Ref: Our Notice Ref. No. STIL/SECY/KOL/2013-14/107 dated April 2, 2013

Dear Sir(s),

This has reference to Agenda item no. (iii) of our Notice Ref. No. STIL:KOL:SECY:12-13:64 dated 16th October, 2012, regarding approval of notice for Postal Ballot, for seeking approval and/or consent of the Members of the Company to sell, lease or otherwise dispose of whole or substantially the whole of any undertaking of the Company, vide an Ordinary Resolution, in terms of the provisions of Section 293(1)(a) and other applicable provisions, if any, of the Companies Act, 1956.

As the deal for Sale, has been finalized with Messrs GTN Engineering (India) Limited, for Sale of Baramati Unit on Slump Sale basis at a consideration of Rs.29.80 Cr, subject to obtaining necessary approval of the Shareholders and other approvals and/or sanction, as required and/or necessary for the purpose hereof.

In connection with this, kindly note that the Board of Directors of the Company are proposing to pass a Resolution by Circulation on 11th April, 2013, recommending an Ordinary Resolution to seek Members' approval to dispose of the Baramati unit of the Company either on Slump Sale Basis and/or by way of any suitable mode(s) on the suitable terms and conditions as may be considered more advantageous in interest of the Company, subject to necessary approvals, permissions and sanctions as may be applicable and/or required including shareholders' approval u/s 293(1)(a) of the Companies Act, 1956, for seeking consent to the said disposal or sale and/or transfer of the said unit by way of Postal Ballot in terms of Section 192 A of the Companies Act, 1956.

Head Office & Unit 1 : Rakhial Road, Ahmedabad-380 023, India
Tel : (079) 2274-3285-88, Fax : (079) 2274 5653

D-49, MIDC, Baramati Industrial Area, Baramati-413 133, Dist. : Pune, Maharashtra
Tel (02112) 243716/243717, Fax : (02112) 243717

6, Vaswani Mansion, Dinshaw Waccha Road, Backbay Reclamation, Mumbai -400 020
Tel : (022) 2283 6519-20, 2282 6076-77, Fax : (022) 2285 1173



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Accordingly the Board, has proposed to appoint Mr. Pravin Kumar Drolia, FCS, Practicing Company Secretary of Kolkata, to conduct the Postal Ballot Voting process in a fair and transparent manner as per the proposed Resolution to be passed by Circulation on 11th April, 2013.

Simultaneously the Board has also proposed to appoint the Company Secretary and a functional Director of the Company, making them responsible for the entire Postal Ballot process, in regard to the Ordinary Resolution proposed to be passed by way of Postal Ballot, as per the proposed Resolution to be passed by Circulation on 11th April, 2013.

The Company has fixed 5th April, 2013, as Cut Off date for determining the name of Members to whom notice of Postal Ballot will be sent.

Accordingly, we are taking necessary steps for obtaining Shareholders approval by way of Postal Ballot process at the earliest.

This is for your information please.

Thanking you,

Yours faithfully,
For Soma Textiles & Industries Ltd.,

(R.S. Sharma)
Company Secretary

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