

# OM METALS INFRAPROJECTS LTD.

(Registered Office) CIN-L27203RJ1971PLC003414



J-28, Subhash Marg, C- Scheme, Jaipur - 302001  
Tel: +91-141-5163323-33, Fax: +91-141-4044283  
E-mail: jaipur@ommetals.com Website: www.ommetals.com

AN ISO 9001 : 2000 Certified Co.

Date: 16/08/2014

To,

Corporate Service Department, Bombay Stock Exchange, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Fax No. 022- 22723121/3027/2039/2061/2041	Listing Department, National Stock Exchange Of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E), Mumbai Fax No. 022- 26598237/38;66418126	Delhi Stock Exchange, DSE House, 3/1, Asaf Ali Road, New Delhi-110002
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Dear Sir/Madam,

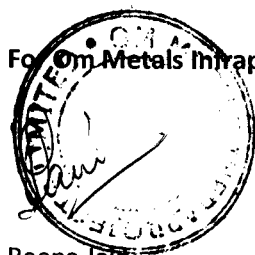
**Sub: Postal Ballot Notice and Form**

Please find attached herewith Postal ballot Notice and Form.

Thanking You

Yours Faithfully,

For Om Metals Infraprojects Limited



Reena Jain

Company Secretary

## New Delhi

NBCC Plaza, Tower-III, 4th floor, Sector 5  
Pushp Vihar, Saket, New Delhi 110 017  
Tel : +91-11-29565552/53/ 54  
Fax : +91-11-29565551,29551687  
E-mail: [info@ommetals.com](mailto:info@ommetals.com)

## Kota

B-117/118, Indraprastha Ind Area,  
Kota 324 005 (Rajasthan)  
Tel : +91-744-2425107, 2420756  
Fax : +91-744-2438069, 2430647  
Email: [kota@ommetals.com](mailto:kota@ommetals.com)

## Mumbai

Ground Floor, Ramakrishna Sadan  
63, Pochkhanwala Road  
Opp. Worli RTO, Worli, Mumbai - 400 025.  
Tel : +91-22-24970836, 32402492  
Fax : +91-22-24952515  
Email: [mumbai@ommetals.com](mailto:mumbai@ommetals.com)

**OM METALS INFRAPROJECTS LIMITED**

Registered Office: J-28, SUBHASH MARG, C-SCHEME, JAIPUR- 302001.

Corporate Identity Number (CIN L27203RJ1971PLC003414)

Phone: + 91-141-5163333, Fax: + 91 141 4044283, E-mail: [cs@ommetals.com](mailto:cs@ommetals.com) Website: [www.ommetals.com](http://www.ommetals.com)

**POSTAL BALLOT NOTICE**

Dear Shareholders,

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, that Company seeks approval of Members, via Postal Ballot for the following:

- 1) To authorize the Board of Directors or a Committee thereof to borrow up to Rs.1500 crores
- 2) To authorize the Board of Directors or a Committee thereof to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s), the movable and immovable properties of the Company, both present and future.
- 3) Giving of loans / guarantee, providing securities and making investments in securities.

Members' consent is sought for the proposals contained in the Resolutions given in this Notice. The Explanatory Statement pertaining to the said Resolutions setting out the material facts and related particulars are annexed hereto along with a Postal Ballot Form.

The Company has appointed Mr. Mayur Sanghi, Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

Please read carefully the instructions printed on the Postal Ballot Form and return the Postal Ballot Form duly completed in all respects in the enclosed self-addressed pre-paid postage envelope, so as to reach the Scrutinizer on or before Monday, 6.00 PM September 15, 2014. Members may choose to vote using the **e-voting facility**, the details whereof are specified under instructions to the Postal Ballot Form.

The Scrutinizer will submit his report to the Chairman of the Board of Directors after completion of the scrutiny and the result of the voting by Postal Ballot will be announced on Wednesday, September 17, 2014, at 5.00 PM onwards through the website of the Company ([www.ommetals.com](http://www.ommetals.com)) and by way of intimation to the Stock Exchanges on which the Company is listed.

**RESOLUTION NO. 1**

**To authorize the Board or a Committee thereof to borrow upto Rs. 1500 cores**

To pass the following Resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT**, in supersession of any earlier resolutions and in terms of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules thereof (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent and approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company, including any Committee thereof (hereinafter referred to as "the Board") to borrow moneys, from time to time, whether as rupee loans, foreign currency loans, debentures, bonds and /or other instruments or non fund based facilities or in any other form (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) from banks, financial Institutions, Mutual Funds, Trusts, other Bodies corporate or from any of her source, located in India or abroad, whether secured or unsecured, on such terms and conditions suitable by the Board of Directors up to rupees one thousand five hundred crores only, in one or more tranches, any sum or sums of monies which together with the monies already borrowed by the Company, if any (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), notwithstanding that the same be in excess of the aggregate of the, then paid up capital and free reserves of the Company.

**RESOLVED FURTHER THAT**, the Board of Directors (for the purpose of this Resolution, the "Board" would include any Director in single capacity and/or any Committee of Directors as may be authorized by the Board in this regard) be and are hereby authorized to negotiate with the lending entities and to finalize and execute the documents and deeds as may be applicable for creating the appropriate mortgages and/or charge s on such of the immoveable and/or moveable properties of the Company on such terms and conditions as may be decided by the Board and to perform all such acts, deeds and things as may be necessary in this regard.

**RESOLVED FURTHER THAT**, for the purpose of giving effect to this Resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

## **RESOLUTION NO. 2**

**To authorize the Board of Directors or a Committee thereof to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s) the movable and immovable properties of the Company, both present and future**

To pass the following Resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT**, in terms of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules thereof (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent and approval of the Members of the Company be and is hereby accorded to the Board of Directors or any Committee of Directors as may be authorized by the Board in this regard (hereinafter referred to as "the Board") to sell, lease, mortgage or otherwise dispose of or to create charge, mortgage/Pledge/ Security and/or hypothecate the whole or substantially the whole of the undertaking(s) of the Company, where undertaking (both present and future) shall have the meaning as stated in explanation to Clause (a) of Sub-Section (1) of Section 180 of the Companies Act, 2013, at such time and on such terms and conditions as the Board may deem fit, in the best interest of the affairs of the Company.

**RESOLVED FURTHER THAT**, in connection with afore-stated Resolution, the Board shall have the power to mortgage or otherwise offer as collateral, substantial property, assets and/or undertakings of the Company in certain events, to banks/financial institutions, other lending agencies, and/or trustees for the holders of debentures/bonds/other instruments, to secure any rupee loans, foreign currency loans and/or the issue of debentures whether partly or fully convertible or non-convertible and/or securities linked to equity shares and/or rupee / foreign currency convertible bonds and/or bonds with share warrants attached thereto.

**RESOLVED FURTHER THAT**, for the purpose of giving effect to this Resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

## **Resolution 3:**

### **GIVING OF LOANS/ GUARANTEES, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES**

To consider and if thought fit, to pass the following resolution as **Special Resolution**:

**"RESOLVED THAT** pursuant to Section 186 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as may be amended, from time to time and Articles of Association of the Company, approval of the shareholders of the Company be and is hereby given to the Board of Directors for giving any loan to any person or other body corporate, giving any guarantee or providing security in connection with a loan to any other body corporate or person and/ or acquiring whether by way of subscription, purchase or otherwise, the securities of any other body corporate up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 600 crores which shall be over and above the limits as specified in Section 186(2) of the Companies Act, 2013 and the aggregate outstanding amount of loans/ guarantees/ securities given / provided to wholly owned subsidiary companies and / or joint venture companies and investments made in wholly owned subsidiary companies, from time to time.

**" RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to negotiate and decide, from time to time, terms and conditions, execute necessary documents, papers, agreements etc. for investments to be made, loans / guarantees to be given and securities to be provided to any person and / or anybody corporate, do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable, settle any question, difficulty or doubt that may arise in this regard and to delegate all or any of these powers to any Committee of Directors or Managing Director or Whole time Director or Director or officer of the Company or any other person."

**By order of the Board of Directors  
For Om Metals Infraprojects Limited**

**Sd/-**

**C.P. Kothari**

**Managing Director  
(DIN: 00035388)**

**Place: Jaipur  
Date: August 1, 2014**

**Notes:**

Pursuant to Section 102 of the Companies Act, 2013, the Explanatory Statement setting out material facts and reasons for the proposed Special Business are appended herein.

1. The Postal Ballot Notice is being sent to all the Members of the Company, whose names appear on the Register of Members/list of Beneficial Owners, as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) on Friday, 1<sup>st</sup> August, 2014
2. 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 in the attached postage pre-paid self-addressed envelope. Unsigned Postal Ballot Form/s will be rejected. Postage will be borne and paid by the Company. However, Postal Ballot Form(s), if sent by courier or by registered post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given thereon. The duly completed Postal Ballot Form(s) should reach the Scrutinizer on or before Monday, 6.00 pm, September 15, 2014, to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member/s. The e-voting module shall also be disabled by CDSL for voting thereafter.
3. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has also extended **e-voting facility** as an alternate, for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form/s.
4. **The instructions for shareholders for e-voting are as under:**
  - The Company has engaged Central Depository Services (India) Limited ("CDSL"), to provide e-voting facility to its shareholders.
    - (i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period
    - (ii) Click on "Shareholders" tab.
    - (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
    - (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](http://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:

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/DP are requested to use the first two letters of their name in CAPITAL followed by the last 8 digits of their demat account number/Folio No., as the case may be, in the PAN field.</li> <li>In case the Folio No. is less than 8 digits enter the applicable number of 0s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar and Folio No. is 1 then enter RA00000001 in the PAN field.</li> </ul>
<b>Date of birth Or Date of Incorporation or Dividend Bank Details.</b>	<p>Enter the Date of Birth as recorded in your demat account or in the Company's records for the said demat account in dd/mm/yyyy format or enter Folio No.</p> <p style="text-align: center;">OR</p> <p>Enter the Bank Account Number as recorded in your demat account or in the Company's records for the said demat account or Folio No.</p> <p>Please enter any one of the details in order to login. In case both the details are not recorded with the Depository or the Company, please enter the number of shares held in the Bank Account Number field.</p>

- (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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same 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) Note for Institutional Shareholders

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> 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](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.

5. Members can cast their vote online from Sunday, 17<sup>th</sup> August 2014 from 9:00 AM to Monday, 15<sup>th</sup> September 2014 till 5:30 PM

6. Members who have registered their e-mail IDs for receipt of documents in electronic mode under the Green Initiative of MCA have been sent Postal Ballot notice by e-mail and who wish to vote through ballot form can obtain the ballot form from the Registrar and Share Transfer Agents, M/s. Skyline financial services private limited, D- 153A, 1<sup>st</sup> Floor, Okhla Indl. Area, Phase -I, New Delhi -110020 or from the Company at the registered office and fill in the details and send the same to the Scrutinizer by post.

7. The Scrutinizer, after completion of the scrutiny, will submit his report to the Chairman or Company Secretary of the Company. The result of the Postal Ballot will be declared on Wednesday 17<sup>th</sup> September, 2014 at the Registered office of the Company. The result will be announced to the Stock Exchanges where shares of the Company are listed and will also be displayed on the Company's website [www.ommetals.com](http://www.ommetals.com). Subsequently, the result of the Postal Ballot will be published in news papers in Jaipur. In the event, the draft resolution is assented to by the requisite majority of Members by means of Postal Ballot, the date of declaration of Postal Ballot result shall be deemed to be the date of passing of the said resolution.

8. Members are requested to notify the change in the address, if any, in case of shares held in electronic form to the concerned Depository Participant quoting their Client ID and in case of Physical shares to the Registrar and Transfer Agent of the Company quoting their Folio Number.

### EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

#### Resolution Nos. 1 & 2:

Under Section 180 (1) (c) of the Companies Act, 2013 ("Act"), the Board of Directors of a company cannot, except with the consent of the shareholders in general meeting, borrow monies, apart from temporary loans obtained from the company's bankers in the ordinary course of business, in excess of the aggregate of the paid up capital and free reserves of the Company. The Shareholders vide resolution passed by Postal Ballot on 30 April, 2012, had accorded their consent to the Board of Directors to borrow Rs.500 crores over and above paid up capital and free reserves of the Company.

Taking into consideration, the requirements of additional funds to meet the cost of the Company's projects, expansion and other capital expenditure programmes as also additional long term working capital requirements of the Company and its subsidiary (ies), it is expected that the limit of Rs. 500 crores over and above paid up capital and free reserves sanctioned by the Shareholders will not be adequate.

The consent and approval of the Shareholders is therefore, sought in accordance with the provisions of Section 180(1) (c) of the Act, to enable the Directors to borrow monies, provided that the total amount so borrowed by the Board shall not at any time exceed Rupees 1500 crores .

The Resolution under Item No. 1 and 2 is to obtain the consent of the Shareholders for this purpose.

The Company shall ensure that the debt equity ratio of the Company, at all times, will be within the reasonable limit.

The proposed borrowings of the Company may, if necessary, be secured by way of charge/ mortgage/ hypothecation on the Company's assets in favour of the lenders/ holders of securities / trustees for the holders of the said securities as mentioned in Resolution No. 2.

As the documents to be executed between the lenders/security holders/ trustees for the holders of the said securities and the Company may contain provisions to take over substantial assets of the Company in certain events, it is necessary to pass a Resolution under Section 180(1) (a) of the Act, for creation of charges/mortgages/hypothecations for an amount not exceeding Rupees 1500 crores.

The above proposals are in the interest of the Company and the Directors recommend the Resolution Nos. 1 and 2 of the Notice for consent and approval by the Members by way of special resolutions.

None of the Promoters, Directors, Key Managerial Personnel or their relatives are interested in the Resolution Nos. 1 and 2 of the accompanying Notice.

### **Resolution No. 3**

Pursuant to Section 186(2) of the Companies Act, 2013 (Act) and the Companies (Meetings of Board and its Powers) Rules, 2014 (Rules), the Board of Directors is authorized to give loan, guarantee or provide security in connection with a loan to any person or other body corporate, or acquire by way of subscription, purchase or otherwise, the securities including shares, debentures etc. of any other body corporate, up to an amount, the aggregate of which should not exceed 60% of the paid up capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the Company, whichever is higher. In case the Company exceeds the above mentioned limits then, prior approval of shareholders by way of a Special resolution is required to be obtained. However, Rule 11 of the Rules provides that where a loan or guarantee is given or where a security is provided by a company to its wholly owned subsidiary company or a joint venture company or acquisition is made by a holding company, by way of subscription, purchase or otherwise of, the securities of its wholly owned subsidiary Company, approval of shareholders is not required but such amounts will be taken into consideration for calculating the above limits.

The Company is undertaking various business activities through its subsidiaries and joint ventures and is also making strategic investments, from time to time, in subsidiaries, joint ventures, associates companies, other bodies corporate and would, therefore, be required to provide financial assistance / support by way of giving of loans / guarantees, providing of securities, making of investment in securities in order to expand its business activities and also for optimum utilization of funds. Accordingly, Board of Directors of the Company may be authorized to give loans, guarantees or provide securities or make investments as mentioned above, up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 600 crores which shall be over and above the said limits as specified in Section 186(2) of the Act and the aggregate outstanding amount of loans/ guarantees/ securities provided/ made to wholly owned subsidiary companies and joint venture companies and investments made in wholly owned subsidiary companies, from time to time. The Board of Directors had, in its meeting held on 31.07.2014, considered and approved, subject to the approval of shareholders, this proposal and recommends Resolution no. 4 of the accompanying Notice to the shareholders for their approval by way of special resolution.

Except the Directors and Key Managerial Personnel or their relatives who may be concerned or interested, financial or otherwise, by way of directorship/ shareholding or in any other manner in one or more companies/ bodies corporate/ individuals as described in the said resolution, no other Director or Key managerial personnel or their relatives is concerned or interested in the said resolution.

**By order of the Board of Directors  
For Om Metals Infraprojects Limited**

**Sd/-**

**C.P. Kothari  
Managing Director  
(DIN: 00035388)**

**Place: Jaipur  
Date: 1<sup>st</sup> August, 2014**

**OM METALS INFRAPROJECTS LIMITED**

REGISTERED OFFICE: J-28, SUBHASH MARG, C-SCHEME, JAIPUR -302001

CIN: L27203RJ1971PLC003414, EMAIL ID: [cs@ommetals.com](mailto:cs@ommetals.com)TEL: 0141-5163333, FAX: 0141 - 4044283 • WEBSITE: [www.ommetals.com](http://www.ommetals.com)**POSTAL BALLOT FORM**

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

1. Name(s) of Shareholder(s)  
(including joint holders, if any)
2. Registered Address of  
the Sole/First named  
Shareholder
3. DP ID No. / Client ID No. /  
Registered Folio No.
4. Number of Shares held
5. I/We hereby exercise my/our vote in respect of the Resolution to be passed through Postal Ballot for the business stated in the Notice dated 1<sup>st</sup> August, 2014 of the Company by sending my/our assent or dissent to the said Resolution by placing the tick mark (✓) at the appropriate column below:

Sr. No	Description	No. of shares	I/ We assent to the resolution (FOR)	I/ We dissent to the resolution (AGAINST)
1	Special Resolution under Section 180(1) (c) of the Companies Act, 2013 for borrowing money in excess of prescribed money.			
2.	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for sale, lease, mortgage or dispose of the property or undertaking of the Company			
3	Special Resolution under Section 186 of the Companies Act, 2013 for providing loans, investment, guarantee and security in excess of prescribed limits			

Place:

Date:

\_\_\_\_\_  
Signature of Shareholder

# Email address: \_\_\_\_\_

# To be provided by the members holding equity shares in physical form

**ELECTRONIC VOTING PARTICULARS**

EVEN (E Voting Event Number)	USER ID	PASSWORD/ PIN
140801015		



**Note: Please read the instructions given overleaf and in the notes of the Postal Ballot Notice dated 1<sup>st</sup> August, 2014, carefully before exercising your vote.**

### **INSTRUCTIONS**

1. A shareholder desiring to exercise vote by Postal Ballot may complete this postal ballot form and send it to the Scrutinizer in the enclosed postage pre-paid self-addressed envelope. Postage will be borne and paid by the Company. Envelopes containing postal ballots, if sent by courier at the expense of the shareholder will also be accepted.
2. This form should be completed and signed by the shareholder (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this form should be completed and signed by the first named shareholder and in his absence, by the next named shareholder.
3. 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 Board Resolution/Authority. Where the form has been signed by a representative of the President of India or of the Governor of a State, a certified copy of the nomination should accompany the postal ballot form.
4. The consent must be accorded by recording the assent in the Column 'FOR' and dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column.
5. Unsigned postal ballot forms will be rejected.
6. A shareholder need not use all the votes nor needs to cast all the votes in the same way.
7. Duly completed postal ballot form should reach the Scrutinizer not later than the close of working hours on Monday 15<sup>th</sup> September, 2014. All postal ballot forms received after this date will be treated as if reply from such Shareholder has not been received.
8. A shareholder may request for a duplicate postal ballot form, if so required. However, the duly filled in duplicate postal ballot form should reach the Scrutinizer not later than the date specified at item No. 7 above.
9. Shareholders are requested not to send any other paper along with the postal ballot form in the enclosed postage prepaid self-addressed envelope.
10. The Company is also offering e-voting facility as an alternate, for all its members to enable them to cast their votes electronically instead of using the Postal Ballot form. The detailed procedure for e-voting has been enumerated in the notes to the postal ballot Notice dated 1<sup>st</sup> August, 2014.
11. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders as on 1<sup>st</sup> August, 2014.
12. The Scrutinizer's decision on the validity of a postal ballot form will be final.
13. The results of the postal ballot will be declared in the manner as specified in the Notice.
14. Any query in relation to the resolution proposed to be passed by the postal ballot may be addressed to Mrs. Reena Jain, Company Secretary, Om Metals Infraprojects Limited, J-28, Subhash Marg, C-Scheme, Jaipur -302001. Email i.d. [cs@ommetals.com](mailto:cs@ommetals.com)