



REVATHI EQUIPMENT LIMITED

Regd. Office : Pollachi Road,
Malumachampatti Post, Coimbatore - 641 050

NOTICE OF POSTAL BALLOT

Pursuant to Section 192A of the Companies Act, 1956.

Dear Member(s),

Notice is hereby given that Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2011, the below mentioned Ordinary Resolution is proposed to be passed by Postal Ballot in respect of grant of authority to the Board of directors to create Mortgage/ Charge the properties of the Company in favour of lenders.

As per section 192A of the Companies Act, 1956, read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2011, any resolution under section 293(1)(a) of the Companies Act, 1956 for the grant of authority to the Board of Directors to create Mortgage/ Charge on the properties of the Company in favour of lenders requires the approval of the shareholders by means of postal ballot. The Board has appointed Mr. M.D. Selvaraj, FCS, Company Secretary, in Whole - time Practice as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

In the event of the resolution as set out below if assented by the requisite majority of the shareholders by means of Postal Ballot, shall be deemed to have been passed as Ordinary Resolution at the General Meeting of the Company. The date of announcement of the result shall be considered to be the date of the General Meeting and the date of passing of the said resolution.

Ordinary Business

To consider and if thought fit, to give assent / dissent to the following resolution as an Ordinary Resolution.

"RESOLVED THAT the consent of the Company be and is hereby granted in terms of Section 293(1)(a) and all other applicable provisions of the Companies Act, 1956, (including any statutory modification or re-enactment thereof, for the time being in force), to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute for this purpose) to mortgage and/or charge, in addition to the mortgages/charges created/to be created by the Company, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and/or immovable properties of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company together with the power to take over the management of the business and concern of the Company in certain events of default, in favour of the Lender(s), Agent(s) and Trustee(s) for securing the borrowings availed/to be availed by the Company and/or any of the Company's holding/subsidiary/affiliate/associate company, by way of loan(s) (in foreign currency and/or rupee currency) and Securities (comprising fully/partly Convertible Debenture and/or Non Convertible Debentures with or without detachable or non-detachable Warrants and/or secured premium notes and/or floating rates notes/bonds or other debt instruments), issued /to be issued by the Company, from time to time, subject to the limits approved under Section 293(1)(d) of the Companies Act, 1956, together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s)/Trustees, premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation/revaluation/ fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s)/Heads of Agreement(s), Debenture Trust Deed(s) or any other document, entered into/to be entered into between the Company and the Lender(s)/Agent(s) and Trustee(s), in respect of the said loans/borrowing/debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or Committee thereof and the Lender(s)/Agent(s) and Trustee(s)".

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and/or its duly constituted Committee be and are hereby authorized to finalize, settle and execute such documents/deeds/writings/papers/agreements as may be required and do settle all difficulty or doubt that may arise in regard to creating mortgages/charges as aforesaid."