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**M/s. TATIA GLOBAL VENNTURE LIMITED**  
(CIN: L18101TN1994PLC026546)  
AROSHREE TOWERS, 3RD FLOOR,  
NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM, CHENNAI-600006  
E-mail t:tatia@vsnl.com ph: 044-64585921/65155920 Fax No:044-43084750  
Company Website: tatia.co.in

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**NOTICE OF THE ANNUAL GENERAL MEETING**

Notice is hereby given that the **20th Annual General Meeting** of the Company will be held on Monday, 29<sup>th</sup> September, 2014 at 10.00 a.m, at Samudaya Nala Koodam , Vallanur , Ambattur, Chennai-600062 to transact the following business.

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2014 and the Statement of profit & loss account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Pannalal Tatia Jain Sampathlal (DIN 01208913), who retires by rotation and, being eligible, offers himself for re-appointment.

3. To reappoint M/s. K.Subramanyam & Co, Chartered Accountants (Firm Regn. No. 004146S), as statutory auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the twenty first consecutive AGM and to fix their remuneration and to pass the following resolution thereof.

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules made thereunder, and pursuant to the recommendations of the audit committee of the Board of Directors, M/s. K.Subramanyam & Co, Chartered Accountants (Firm Regn. No. 004146S) be and hereby appointed as auditors of the Company, to hold office from the conclusion of this AGM to the conclusion of twentyfirst consecutive AGM (subject to ratification of the appointment by the members at every AGM held after this AGM) and that the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the audit committee in consultation with the auditors"

**SPECIAL BUSINESS**

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150,152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act 2013, Mr. Arun Kumar Bafna (holding DIN 00900505 ), Director of the Company and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as an independent Director of the Company, to hold office up to March 31, 2019, not liable to retire by rotation."

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150,152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act 2013, Ms.D.Hemamalini (holding DIN 02914395 ), Director of the Company and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director of the Company, be and is hereby appointed as an independent Director of the Company to hold office till the conclusion of Twenty Fifth (25<sup>th</sup>) Consecutive Annual General Meeting of the Company, not liable to retire by rotation."

6. To consider and, if thought fit, to pass, with or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 186 and any other applicable provision, if any, of the Companies Act, 2013, ('the Act') including any statutory modification or re- enactment thereof for the time being in force, the Board of Directors of the Company be and is hereby authorized to give loans or guarantee or provide security, in connection with a loan, to any body corporate or person and or invest in mutual funds or acquire, by way of subscription, purchase or otherwise, the Securities of any other body corporate, whether Indian or overseas, which in their absolute discretion the Board of directors deem beneficial and in the interest of the Company, in excess of 60% of the paid up Share Capital, Free Reserves and securities premium account of the Company or 100% of Free Reserves of the Company whichever is more, as prescribed under section 186(2) of the Companies Act, 2013, from time to time, in one or more tranches, upto maximum amount of `Rs.25,00,00,000/- (Rupees twenty five crores only) notwithstanding that, existing investments along with Company's existing loans or guarantee/ security or investments, shall be in excess of the limits prescribed under Section 186 (2) of the Companies Act 2013, as aforesaid.

RESOLVED FURTHER THAT the Board, be and is hereby authorized, to take from time to time, all decisions and steps, in respect of the above investments including the timing, amount and other terms and conditions of such investment and varying the same through transfer, sale, disinvestments or otherwise, either in part or in full, as it may deem appropriate, and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard and to exercise all the rights and powers which would vest in the Company, in pursuance of such investment."

7. To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company; RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**By Order of the Board of Directors  
for Tatia Global Vennture Limited  
Sd/-**

**Place: Chennai**

**Date: 22<sup>nd</sup> August 2014**

**S.P.Bharat Jain Tatia  
Managing Director  
DIN.NO.00800056**

**NOTES:**

**1. A MEMBER ENTITLED TO ATTEND AND VOTE, AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

2. The instrument appointing proxy (duly completed, stamped and signed) in order to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the 20th Annual General Meeting of the company.

3. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a duly certified copy of Board Resolution on the letterhead of the Company, signed by one of the Directors or Company Secretary or any other authorized signatory and / or duly notarized Power of Attorney, authorizing their representatives to attend and vote on their behalf at the Meeting.

4. With effect from 1<sup>st</sup> April 2014, inter alia, provisions of Section 149 of Companies Act, 2013 has been brought into force. In terms of the said section read with section 152 (6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors. Profile of directors seeking re-appointment as stipulated in terms of Clause 49 of the listing agreement with the stock exchanges is provided in the report on corporate governance, which forms an integral part of this annual report.

5. The equity shares of the Company are listed on Bombay Stock Exchange Limited and Madras Stock Exchange Limited

**6. The Register of Members and Share Transfer books of the Company will remain closed from 20th September, 2014 to 29th September, 2014 (both days inclusive).**

7. Members holding shares in physical form, in multiple folios in identical names or joint accounts in the same order or names, are requested to send their share certificates to the Company's Registered Office at "Aroshree Towers, 3<sup>rd</sup> Floor, No:19, Rutland Gate, 4<sup>th</sup> Street, Nungambakkam, Chennai-600006 for consolidation into one folio.

8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants, with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advice any change in their address immediately to the Company/ Registrar and Transfer Agent, M/s. Purva Sharegistry (India) Pvt Ltd

9. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent, M/s. Purva Sharegistry (India) Pvt Ltd. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.

10. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company /Registrars and Transfer Agents, M/s. Purva Sharegistry (India) Pvt Ltd.

**11. Voting through Electronic Means**

In compliance with provisions of Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer E-Voting facility as an alternate, for its shareholders to enable them to cast their votes electronically at the 20th Annual General Meeting (AGM) through e-voting service provided by Central Depository Services (India) Limited. E-Voting is optional. The procedure and instructions for the same are as follows:

**In case of members receiving e-mail:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (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 (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- (v) 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. If you are a first time user follow the steps given below.

(vi) Now, fill up the following details in the appropriate boxes:

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

\*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of your name and the sequence number in the PAN field. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

# Please enter any one of the details in order to login. In case either of the details are not recorded with the depository please enter the <Default Value> in the Dividend Bank details field.

- (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 resolutions contained in this Notice.
- (x) Click on <Company Name> on which you choose 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 "Resolutions File Link" if you wish to view the entire Resolutions.
- (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 Captcha Code click on Forgot Password & enter the details as prompted by the system.
- (xvii) 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. After receiving the login details they have to link the account(s) which they wish to vote on and then 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.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from s. no. (i) to s. no. (xvii) above to cast vote.
- (B) The voting period begins on 23/09/2014 and ends on 25/09/2014. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date

(record date) of 22/08/2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

Please note that by virtue of providing the e-voting facility by the company as per Rule 20 of Companies (Management and Administration) Rules, 2014 the following will be applicable:

- (i) The manner of voting for the members being present in the General Meeting will be on 'proportion principle' ie one share – one vote unlike one person one vote principle, further provision of the Companies Act, 2013 relation to demand for poll will not be relevant.
- (ii) The option of voting by show of hands will not be available for members present in the General Meeting in view of clear provision of section 107 of the Companies Act, 2013, ie voting by show of hands would not be allowable in cases where Rule 20 of Companies (Management and Administration) Rules, 2014 is applicable.
- (iii) Any member who has voted through e-voting facility provided by the company may also participate in the General Meeting in person, but such a member will not be able to exercise his vote again in the meeting, and the earlier vote casted through electronic means will be treated as final.

The Notice of the Annual General Meeting and this Communication are also available on the website of the Company at [tatia.co.in](http://tatia.co.in)

#### 12. Voting through Postal Ballot

Pursuant to section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 the item no.6 of this Notice, is proposed to be passed by Postal Ballot for the purpose of seeking the approval of the shareholders, in terms of Section 186 of the Companies Act 2013 to give loans or guarantee or provide security in connection with a loan or invest in securities by way of subscription, purchase or otherwise, upto maximum limit of Rs.25,00,00,000/- (Rupees twenty five crores only) notwithstanding that, the existing investments along with Company's existing loans or guarantee/ security or investments, shall be in excess of the limits prescribed under Section 186 (2) of the Companies Act 2013. The proposed resolution is included in the items to be considered, among other business to be considered under the e-voting mechanism, in the ensuing AGM.

This Notice is being sent to all the Members, whose names appear in the Register of Members, as on 22/08/2014, being the cut-off date for the e-voting/postal ballot. The result of the postal ballot/ e-voting will be announced on 29/09/2014, the date of ensuing AGM. The result of the postal ballot/ e-voting will be communicated to the stock exchanges, where the Company is listed and displayed in the website of the Company. The postal Ballot form along with the self addressed postage pre-paid envelope is enclosed with this Notice.

13. The Explanatory Statement as required under section 102 of the Companies Act, 2013 in respect of Special Business(s) is attached herewith.

Place: Chennai  
Date: 22<sup>nd</sup> August 2014

By Order of the Board of Directors  
For Tatia Global Vennture Limited  
Sd/-

S.P.Bharat Jain Tatia  
Managing Director  
DIN.NO.00800051

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

**Item No. 4**

Mr. Arun Kumar Bafna is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company in 20/01/2003. Mr. Arun Kumar Bafna is a member of the Audit Committee, Remuneration Committee and Share Transfer cum Shareholders investors Grievance Committee, of the Board of Directors of the Company.

Mr. Arun Kumar Bafna is not a Director in any other Company in India. He holds 440 shares in the Company.

Section 149 of the Act *inter alia* stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation.

Mr. Arun Kumar Bafna, retires by rotation at the ensuing Annual General Meeting under the erstwhile applicable provisions of Companies Act, 1956. In terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Mr. Arun Kumar Bafna, being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director up to March 31, 2019, not liable to retire by rotation. A notice has been received from a member proposing Mr. Arun Kumar Bafna as a candidate for the office of Director of the Company along with the Refundable Deposit of Rs.1,00,000/-.

Based on the declaration received from the appointee director and in the opinion of the Board, Mr. Arun Kumar Bafna fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Arun Kumar Bafna as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Arun Kumar Bafna as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Arun Kumar Bafna, as an Independent Director, for the approval by the shareholders of the Company.

Except Mr. Arun Kumar Bafna, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4. This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

**Item No.5**

Ms.D.Hemamalini is proposed to be appointed as a non-executive Independent Director of the Company. She was appointed as an additional director of the Company, with effect from 31/07/2014. She holds the position of director in the following companies

S.No	Name of the Company	Designation
1	Kreon Financial Services Limited	Additional director
2	Leela Biotechandindustries Limited	Director

She holds 440 shares in the company.

Section 149 of the Act *inter alia* stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he/she shall not be included in the total number of directors for retirement by rotation.

In terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Ms.D.Hemamalini, is proposed to be appointed as an Independent Director, to hold office till the conclusion of Twenty Fifth (25<sup>th</sup>) Consecutive Annual General Meeting of the Company, not liable to retire by rotation. A notice has been received from a member proposing Ms.D.Hemamalini as a candidate for the office of Director of the Company along with the Refundable Deposit of Rs.1,00,000/-.

Based on the declaration received from the appointee director and in the opinion of the Board, Ms.D.Hemamalini fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for her appointment as an Independent Director of the Company and is independent of the management. Copy of the draft letter for appointment of Ms.D.Hemamalini, as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that Ms.D.Hemamalini's association as an Independent Director of the Company, would be of immense benefit to the Company. Accordingly, the Board recommends the resolution in relation to appointment of Ms.D.Hemamalini, as an Independent Director, for the approval by the shareholders of the Company.

Except Ms.D.Hemamalini, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5. This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

#### **Postal Ballot Item:**

##### **Item No:6**

The Company proposes to judiciously utilize surplus funds available with the Company from time to time, by investing in emerging business opportunities in other body corporate and other persons. It is proposed to authorize the Board of Directors of the Company to give loans or guarantee or provide security, in connection with a loan, to any body corporate or person and/or acquire, by way of subscription, purchase or otherwise, the Securities of any other body corporate, whether Indian or overseas.

In case, the Company proposes to give loans or guarantee or provide security, in connection with a loan, to any body corporate or person and/or acquire, by way of subscription, purchase or otherwise, the Securities of any other body corporate, whether Indian or overseas, which in their absolute discretion, the Board of directors deem beneficial and in the interest of the Company, in excess of 60% of the paid up Share Capital, Free Reserves and securities premium account of the Company or 100% of Free Reserves of the Company whichever is more, as prescribed under section 186(2) of the Companies Act, 2013, the Company needs to obtain the approval of the Members by way of a special resolution.

The Resolution as set out in item No.6 of the Notice will be placed before the Meeting for the approval of the Members. Your Directors recommend the approval of proposed resolution by the Members by way of a Special Resolution. None of the Directors of the Company is concerned or interested in the proposed resolution.

##### **Item No.7**

The existing AoA of the Company is based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Companies Act 2013 ("The Act").

The Act is now largely in force. On September 12, 2013, the Ministry of Corporate Affairs ("MCA") had notified 98 Sections for implementation. Subsequently, on March 26, 2014, MCA notified most of the remaining Sections (barring those provisions which require sanction / confirmation of the National Company Law Tribunal ("Tribunal") such as variation of rights of holders of different classes of shares (Section 48), reduction of share capital (Section 66), compromises, arrangements and amalgamations (Chapter XV), prevention of oppressor and mismanagement (Chapter XVI), revival and rehabilitation of sick companies (Chapter XIX), winding up (Chapter XX) and certain other provisions including, inter alia, relating to Investor Education and Protection Fund (Section 125) and valuation by registered valuers (Section 247). However, substantive sections of the Act which deal with the general working of companies stand notified.

With the coming into force of the Act several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles.

The proposed new draft AoA is would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 7 of the Notice.

The Board commends the Special Resolution set out at Item No. 7 of the Notice for approval by the shareholders.

Place: Chennai  
Date: 22nd August 2014

By Order of the Board of Directors  
for Tatia Global Vennture Limited  
Sd/-

S.P.Bharat Jain Tatia  
Managing Director  
DIN.NO.00800056

Additional information on directors recommended for appointment / reappointment in the AGM as required under clause 49 of the equity listing agreement:

<b>Name of the Director</b>	Mr. Pannalal Tatia Jain Sampathlal	Ms.D.Hemamalini	Mr.Arun Kumar Bafi
<b>Date of Birth</b>	25/11/1949	02/06/1987	18/08/1976
<b>Date of Appointment</b>	13/01/1994	31/07/2014	20/01/2003
<b>Qualification</b>	FCA	B.Com	B.Com
<b>Expertise in Specific Functional Area</b>	With Chartered Accountancy as profession and later turned into corporate expert by being into manufacturing industry, financial and project based sectors and gain rich experience in advising and structuring financial closures	She has over 7 years experience in Accounts & Finance and in Secretarial Department.	He has over 13 years of experience in the areas of Finance and Investment Consultancy
<b>List of other Companies in which Directorship is held</b>	1.ASHRAM ONLINE COM LTD 2.KREON FINANCIAL SERVICES LTD 3.TATIA ESTATES PRIVATE LTD 4.PAJJUVASAMI DEVELOPERS PVT LTD 5.SAKAREME DEVELOPERS PVT LTD 6.KALYANANG DEVELOPERS PVT LTD 7.NAVYUG DEVELOPERS PVT LTD 8.JIN PAAD DEVELOPERS PVT LTD 9.THALI ESTATES PVT LTD 10.SUNDERVANS INFRASTRUCTURE AND DEVELOPERS PVT LTD 11.SAGARVAR GAMBHIRA DEVELOPERS PVT LTD 12.DEVERBETTA LANDS PVT LTD 13.SARVA MANGAL ESTATES & HOLDINGS PVT LTD 14.KRIOS BUSINESS SERVICES PVT LTD 15.TATIA GLOBAL RENEWABLE ENERGY RESOURCES PVT LTD 16.STALLION BRANDS INDIA PVT LTD 17. MAKE MY INNERWEAR INDIA PVT LTD	1. Kreon Finnandal Services Limited  2.Leela Bio tech and industries Limited	Nil
<b>No of Shares Held</b>	100 Shares	440 Shares	440 Shares
<b>Relationship with other Directors</b>	Father of Shri. S.P.Bharat Jain Tatia	Nil	Nil



**M/s. TATIA GLOBAL VENNTURE LIMITED**  
**(CIN: L18101TN1994PLC026546)**  
**AROSHREE TOWERS, 3RD FLOOR,**  
**NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM, CHENNAI-600006**  
**E-mail t'd:tatia@vsnl.com ph: 044-64585921/65155920 Fax No:044-43084750**  
**Company Website: tatia.co.in**

**POSTAL BALLOT FORM (In lieu of E-voting at the AGM)**

<b>1</b>	Name of Sole / First Member	
<b>2</b>	Name(s) of Joint Member (s), if any	
<b>3</b>	Registered Folio No./DP ID No./Client ID No.	
<b>4</b>	Number of Shares held	

I/We, hereby exercise, my/our vote in respect of the Resolution(s) to be passed through Postal Ballot for the business stated in the AGM Notice dated 22nd August, 2014 of the Company by conveying my/our assent or dissent to the said Resolution(s) by placing the tick mark at the appropriate box below

<b>Item No.</b>	<b>Description</b>	<b>Type of resolution (Ordinary/ Special)</b>	<b>I assent to the resolution</b>	<b>I dissent from the resolution</b>	<b>I Abstain</b>
<b>Special Business:</b>					
<b>6</b>	Authorization to Board of Directors to Invest funds of the company as specified under Section 186 of the Companies Act, 2013.	Special			

**Place:****Date:****(Signature of the Member)****NOTE:**

1. Kindly read the instructions given under, before filling the form.
2. Last date for receipt of postal Ballot Forms by Scrutinizer is Thursday, the September 25, 2014.

**INSTRUCTIONS**

1. In terms of Clause 35B of the Listing Agreement, those members, who do not have access to e-voting facility provided by the Company for the AGM in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, may send their assent or dissent in writing on the Postal Ballot Form. Accordingly, this Postal Ballot Form is being provided under Clause 35B of the Listing Agreement to facilitate e-voting provided under Section 108 of the Companies Act, 2013 at 20th AGM of the Company.

2. A Member desiring to exercise his/her vote by Postal Ballot Form should complete this Postal Ballot form, sign and send in the enclosed self-addressed postage pre-paid envelope so as to reach the Scrutinizer as per instruction 6 below at the address Mrs.Lakshmmi Subramanian, Scrutinizer, M/s. Lakshmmi Subramanian and Associates, "Murugesu Naicker Office Complex", No:81, Greams Road, Chennai-600006. Postage will be borne and paid by the Company. Envelopes containing Postal Ballots, if deposited in person or sent by courier at the Expense of the Members will also be accepted.

3. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address at which the Postal Ballot Form is to be sent.

4. The Postal Ballot form should be completed and signed by the Members. In the case of joint share holding, this form should be completed and signed by the first named Member and in his absence, by the next named

Member (s). Unsigned Postal Ballot forms will be rejected. The signature on the Postal Ballot Form must tally with the specimen signature registered with the Company.

5. For the votes to be considered valid, the institutional shareholders (i.e., other than individuals, HUF, NRI, etc.,) are required to send certified copy of the relevant authorization/board resolution along with 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 Form.

6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.30 p.m. on September 25, 2014, which falls on a Thursday. Any Postal Ballot Form received after this time and date will be treated as if the reply from the Member has not been received.

7. A Member 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 time and date specified at Item No.6 above.

8. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Member on Friday, August 22nd, 2014, which is the Cut-off date fixed for this purpose.

9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extra paper found in such envelope would be destroyed by the Scrutinizer.

10. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).

11. A Member need not use all the votes nor does he need to cast all the votes in the same way.

12. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.

13. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.

14. The date of AGM will be the deemed date of passing resolution(s) through e-voting/ Postal Ballot. It may also be noted that, in terms of Section 114 of the Act, the Resolutions contained in the AGM Notice will be deemed to have been passed through the e-voting and Postal Ballot Form. The results shall be declared in terms of Rules 20 of the Companies (Management and Administration) Rules, 2014, as the case may be.

15. The right of e-voting and Postal Ballot Form shall not be exercised by a Proxy.