

**AKSH**

AKSH OPTIFIBRE LIMITED

J-1/1, B-1, Extension,
Mohan Co-operative Industrial Estate
Mathura Road, New Delhi-110044, INDIA
Tel. : +91-11-26991508, 26991509
Fax : +91-11-26991510
E-mail : aksh@akshoptifibre.com
Website : www.akshoptifibre.com
CIN NO. : L24305RJ1986PLC016132

June 11, 2016

To,

The National Stock Exchange of India Ltd Exchange Plaza, 5th floor, Plot No. C/1, 'G' Block, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051	The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai. – 400 001
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Sub: Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, intimation of Postal Ballot Notice and Form.

Dear Sir,

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, enclosed please find the following:

1. Postal Ballot Notice together with postal Ballot Form for seeking consent of the members by way of Special Resolution by Postal Ballot including voting by electronic means (E-voting) in respect of Resolutions as set out in the Postal Ballot Notice. The cut-off date has been taken as May 27, 2016.
2. Copy of advertisement as published in "The Financial Express" in English and "Dainik Lokmat" in Hindi (Regional Language) in terms of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read together with the Companies (Management and Administration) Rules, 2014.

The Postal Ballot Notice and Postal Ballot Form are also being available on the website of the Company.

This is for your intimation and records.

Yours Sincerely,

For Aksh Optifibre Limited


(Gaurav Mehta)
Chief-Corporate Affairs & Company Secretary



Encl: A/a



AKSH OPTIFIBRE LIMITED

Registered Office: F-1080, Phase III RIICO Industrial Area Bhiwadi RJ 301019 IN

Corporate Office: J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044

Tel: No. 011-26991508/09, **Fax No.** 011-26991510

E-mail: aksh@akshoptifibre.com **Website** www.akshoptifibre.com

CIN: L24305RJ1986PLC016132

Postal Ballot Notice

Notice Pursuant to Section 110 of the Companies Act, 2013, read with rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member (s),

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read together with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), that the resolution(s) appended below is proposed to be passed by the Members through postal ballot including voting by electronic means (E voting):

ITEM NO. 1

Alteration of Object Clause of the Memorandum of Association

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

“RESOLVED THAT pursuant to the provisions of Sections 13 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any amendment thereto or re-enactment thereof) and subject to approval of Registrar of Companies or any other competent authority, the consent of shareholders of the company be and is hereby accorded to add following sub clauses (12) to (19) after sub clause (11) of Clause III (A) of the Memorandum of Association of the Company :

12. *To design, manufacture, sell, market, retail and deal as distributor, wholesaler, retailer and render after sales services of sunglasses/ prescription glasses and frames, lens, hearing aids and related accessories and engage in business activities incidental thereto such as Eye checking, optometry, Contact lenses and other accessories and to import, export, deal in merchandise related to the above business in whatsoever manner and further engage in any segment of value addition either forward or backward in the eyewear business including prescription eyewear.*
13. *To design produce, manufacture, install, maintain, repair, purchase, buy, sell import, export or otherwise deal in all types and description of lighting products and its fixtures including incandescent lamps, Lantern, CFL (Compact Florescent Lamps) and its fixtures, tube lights, LED (Light Emitting Diode) lantern, LED Bulb, LED Lamps, LED Lights and its fixtures, solar products, including solar lanterns, solar lights and its fixtures.*
14. *To carry on the business of adopting advance technological tools as well as modern enterprise management mechanism, and to establish and help organizations, government bodies, banks and financial institutions and their customers alike to conduct transactions electronically through secure electronic channels, inter-alia, biometric, smart card, magnetic card, EMV Card, one time password, bank pins or any combination of any of them so as to realize the full potential of technology and services and further the development of India's payment system industry, providing software application, data management, cash management, payment and/or transaction related services to any person, entity, firm, company, bank, government bodies or body corporate including developing, improving, designing, marketing, distributing or licensing software and programmed products and hardware and other infrastructure and facilities /services that aid the process of (without limitation) electronic data interchange, transaction initiation, processing, clearing or settlement services by physical or electronic means, whether by using inter-alia computers and Automated Teller Machines (ATMs)/ micro ATMs, Point Of Sale (POS), mobile devices or by any other modes of communication in financial and other e-commerce and e-governance services for G2G/G2B/G2C/B2B/B2C/C2C activities and other products and services in India and abroad.*
15. *To carry on the business of providing intermediary ATM Deployer (IAD) services, White labeled ATM operator (WLAO) services, including but not limited to setting up/ owning/operation of ATM network, management and adjacent services including technology management (both EMV and non-EMV environment), cash Management, ATM device supply and maintenance services in India as per the Payment & Settlement System (PSS) Act, 2007 of RBI and any amendments made therein by RBI from time to time and in abroad adhering to the statutory requirements of the country of operation from time to time.*
16. *To carry on the business of providing services in relation to payment card transactions for acquiring, switching and processing of Debit, credit and charge card related payment transaction and stored value card transactions for acquiring institutions and merchants, including without limitation to merchant sales, assessment, Technology management (both EMV and non-EMV environment), and adjacent service, Point Of Sale (POS) terminal device supply and maintenance services in India as per the Payment & Settlement System (PSS) Act, 2007 of RBI and any amendments made therein by RBI from time to time and in abroad adhering to the statutory requirements of the country of operation from time to time.*
17. *To carry on the business of engaging in the development, distribution, licensing, management and operation, marketing and selling of processing software, switches and associated supply of maintenance and support services for card, POS, ATM to credit and debit card using companies and financial institutions (both EMV and non-EMV environment) in India as per the Payment & Settlement System (PSS) Act, 2007 of RBI and any amendments made therein by RBI from time to time and in abroad adhering to the statutory requirements of the country of operation from time to time.*
18. *To carry on the business of providing payment card transactions for switching and credit, debit and stored value card account data processing services and back office processing services in relation to processing of debit and credit card payment transaction and related services to card issuer companies in India as per the Payment & Settlement System (PSS) Act, 2007 of RBI and any amendments made therein by RBI from time to time and in abroad adhering to the statutory requirements of the country of operation from time to time.*

19. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing, exhibitors of various goods, services and merchandise and to undertake the necessary activities to promote sales of goods, services and merchandise manufactured/dealt with/provided by the Company, and to act as broker, trader, agent, C & F agent, shipper, commission agent, distributor, representative, franchiser, consultant, collaborator, stockist, liasioner, job worker, export house of goods, merchandise and services of all grades, specifications, descriptions, applications, modalities, fashions, including by-products, spares or accessories thereof, in any manner whatsoever on retail as well as on wholesale basis in India or elsewhere.

RESOLVED FURTHER THAT Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution and/ or otherwise considered by them in the best interest of the Company.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and are hereby authorized severally to file necessary forms with the Registrar of Companies, for effectuating the aforesaid alteration.”

ITEM NO. 2

Amendment to Clause III (B) & III (C) of the Memorandum of Association of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 13 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any amendment thereto or re-enactment thereof) and subject to approval of Registrar of Companies or any other competent authority, the consent of shareholders of the company be and is hereby accorded for alteration of the Clause III(B) and III(C) of the Memorandum of Association of the Company by the following:

- (i) by substituting the heading of Clause III (B) “**OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS**” with the new heading “**MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE**” to be in line with the provisions of Table A to Schedule I of Companies Act, 2013.
- (ii) by deletion of the entire Clause III (C) that is “**THE OTHER OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE**” consisting of Sub-Clause 1 to 20 of the Memorandum of Association of the Company.

RESOLVED FURTHER THAT Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution and/ or otherwise considered by them in the best interest of the Company.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and are hereby authorized severally to file necessary forms with the Registrar of Companies, for effectuating the aforesaid alteration.”

ITEM NO. 3

Amendment of the Liability Clause of the Memorandum of Association

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

RESOLVED THAT pursuant to the provisions of Section 4 and Sections 13 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any amendment thereto or re-enactment thereof) and subject to approval of Registrar of Companies or any other competent authority, the consent of shareholders of the company be and is hereby accorded to alter Clause IV of the Memorandum of Association by replacing the existing clause IV with the following new Clause IV:

“ IV. The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on shares held by them”.

RESOLVED FURTHER THAT Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution and/ or otherwise considered by them in the best interest of the Company.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and are hereby authorized severally to file necessary forms with the Registrar of Companies, for effectuating the aforesaid alteration.”

**By Order of the Board of Directors
for Aksh Optifibre Limited**

Date: 23.04.2016
Place: New Delhi

Sd/-
Gaurav Mehta
Company Secretary

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014

ITEM NO. 1

Alteration of Object Clause of the Memorandum of Association

Light Emitting Diodes (LEDs) have recently entered the lighting market as an energy efficient alternative to traditional light sources such as incandescent and fluorescent bulbs. LED light bulbs offer substantial advantages over their incandescent and compact-fluorescent counterparts, allowing innovative new LED products to move in and capture the commercial lighting market. Significant advancements in the energy efficiency, light quality, and lifespan of LED bulbs are expected to continue to occur for many years to come. LED lighting sales are projected to grow at an extremely high rate over the next decade, and a prosperous growth phase is inevitable for LED lighting in the commercial lighting market.

Around 20% of the entire population of the world needs correction eyewear at some point in their life, but everyone will be need a pair of sunglasses at “many” points of their life. Eyewear is perhaps the most important piece of fashion accessory that one can own. It can change the look and the impression that you project to the world instantly and effectively.

To give an impetus to "Make in India" drive and thus contribute in the growth story of the Country, your Company intends to expand its present scope of operations, by entering into above mentioned business areas.

The Central Government intends to make every village of the country IT enabled. It is the endeavor of the Government to reduce paper work and make internet technology user friendly so that people can use the IT services from their homes. The Company intends to enter into the business opportunity to expand its services provided under the Brand 1StopAksh.

All the above businesses are having good potential & bright future prospects for the Company. The above mentioned new opportunities would allow the company to diversify its operation thereby, scaling up its growth, contributing immensely to the bottom line of the company, and unlocking of shareholder's wealth.

Further the above business activities can be carried out only if, main Object Clause permits for the same.

The Board of Directors, at its Meeting held on April 23, 2016, has approved the alteration of Objects Clause of Memorandum of Association subject to the approval of the Members.

None of the directors or key managerial personnel and their relatives is concerned or interested, financially or otherwise, in the resolution.

The Directors recommend this resolution for approval of the members and to be passed as a Special Resolution.

ITEM NO. 2

Amendment to Clause III (B) & III (C) of Memorandum of Association of the Company

The new Companies Act, 2013, has made various changes in the provisions as compared to the erstwhile Companies Act, 1956. One such change was relating to the Object Clause, wherein only main objects and objects considered necessary in furtherance thereof are allowed to be part of the Objects Clause of Memorandum of Association of the Company.

In order to comply with the provisions of Section 4(1)(c), Section 13 and other applicable provisions, if any, of the Companies Act, 2013, it is proposed to replace the existing heading 'incidental or ancillary objects' of Clause III (B) to 'Matters which are necessary for furtherance of the Objects specified under Clause III(A)' and to delete the Clause III (C) 'Other Objects from Memorandum of Association of Company'

A copy of Memorandum of Association of the Company showing the proposed changes is available for inspection of the members at the Company's registered office on any working day during business hours. Further, the amended copies of Memorandum of Association can be made available to the concerned member on demand for the purpose of verification by members.

None of the directors or key managerial personnel and their relatives is concerned or interested, financially or otherwise, in the resolution.

The Directors recommend this resolution for approval of the members and to be passed as a Special Resolution.

ITEM NO. 3

Amendment of the Liability Clause of the Memorandum of Association

In order to comply with the provisions of Section 4 and Section 13 and other applicable provisions if any, of the Companies Act 2013, the Company needs to alter the Liability Clause of the Memorandum of Association.

None of the directors or key managerial personnel and their relatives is concerned or interested, financially or otherwise, in the resolution.

The Directors recommend this resolution for approval of the members and to be passed as a Special Resolution.

NOTES:

1. The Board of Directors of the Company has appointed **Mr. Suresh Kumar**, Company Secretary into whole time practice having Membership No. FCS - 7776 and Certificate of Practice No. 8529 for conducting the postal ballot process in a fair and transparent manner.
2. The Postal Ballot Notice is being sent to all the members whose names appear in the register of members of the Company or in the statement of beneficial owners received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited as on Friday, May 27, 2016
3. The members who have registered their e-mail addresses with the Company or their depository participants are being sent the Postal Ballot Notice along with related documents by e-mail and the same will be sent in physical form to the members who have not registered their e-mail addresses as specified above.
4. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories (in case of shares held in dematerialised form) as on Friday, May 27, 2016 will be entitled to vote on the resolution proposed to be passed by postal ballot. The voting rights of the members shall be reckoned in proportion to their share(s) in the total paid up equity share capital of the Company as on Friday, May 27, 2016.
5. The Company has also provided facility of voting through electronic means ("e-voting"). The Company has engaged NSDL to provide e-voting facility to the members of the Company. The members have the option to cast their vote either through e-voting or by physical Postal Ballot Form. A member can opt for only one mode of voting i.e. either through e-voting or by physical Postal Ballot Form. If a member casts vote(s) by both modes, then voting done through e-voting shall prevail and the voting done by physical Postal Ballot Form shall be treated as invalid.
6. The process of e-voting is as under:
 - a. In case a member receives e-mail from NSDL (for members whose e-mail addresses are registered with the Company/Depository Participants), the member should open the PDF file attached with the e-mail (using his / her Client ID or Folio No. as password). The said PDF file contains his / her User ID and password for e-voting. Please note that the password is an initial password.
 - b. In case a member receives Postal Ballot Notice and Postal Ballot Form in physical form (for members whose email addresses are not registered with the Company/Depository Participants), the User ID and initial password for e-voting is provided at the bottom of the Postal Ballot Form attached with the Postal Ballot Notice.

- c. The below mentioned steps should be followed for casting the vote through e-voting (for the case mentioned at Sr. No. 6 (a)):
- (i) Open the internet browser and type the following URL: [https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com)
 - (ii) Click on Shareholder – Login.
 - (iii) If you are already registered with NSDL for e-voting then you can use your existing User ID and password.
 - (iv) If you are logging in for the first time, please enter the User ID and password provided through e-mail (as per Sr. No. 6(a) above) or in physical form (as per Sr. No. 6(b) above), as the case may be.
 - (v) The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please keep your password confidential.
 - (vi) Home page of e-voting opens. Click on e-voting> Active Voting Cycles.
 - (vii) Select “EVEN” (E-Voting Event Number) of Aksh Optifibre Limited. Now, you are ready for e-voting as Cast Vote page opens.
 - (viii) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - (ix) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - (x) Once the vote on the resolution is cast, the member shall not be allowed to change it subsequently.
 - (xi) In case of shares held by companies, societies, trusts, institutional members, etc., they are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/ Authority letter, Power of Attorney, etc., to the Scrutinizer through e-mail at aksh@akshoptifibre.com, with a copy marked to evoting@nsdl.co.in.
- d. The e-voting period shall commence on Saturday, June 11, 2016 (0900 Hours) and ends on Sunday, July 10, 2016 (1700 Hours). At the end of the e-voting period, the e-voting facility shall be blocked by NSDL forthwith. The e-voting shall not be allowed after July 10, 2016 (1700 Hours).
- e. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders, available at the download section of www.evoting.nsdl.com or call on toll free no. 1800-222-990. In case of any queries/ grievances connected with e-voting, the members may also contact Mr. Rajiv Ranjan, Assistant Manager, NSDL at the designated email IDs: evoting@nsdl.co.in or rajivr@nsdl.co.in (Telephone Nos. 022- 24994600 / 022-24994738). In case a member forgets his / her password, he / she may reset the password by using “Forgot User Details/ Password” option available on www.evoting.nsdl.com.
7. The procedure for casting the vote through physical Postal Ballot Form is as under:
- A) The members who have received the Postal Ballot Notice along with Postal Ballot Form in physical form should return the Postal Ballot Form duly completed and signed by posting the same to the scrutinizer through postage prepaid self-addressed business reply envelope (only for postage within India) being sent with the Postal Ballot Form.
 - B) The members who have received Postal Ballot Notice by e-mail and who wish to vote through physical Postal Ballot Form can download the Postal Ballot Form from the weblink– www.evoting.nsdl.com or the website of the Company i.e. www.akshoptifibre.com and take a print thereof or seek a duplicate Postal Ballot Form from the Investors Service Centre of the Company at, J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044. Such Postal Ballot Form should be duly completed, signed and sent to the ‘Scrutinizer MR. SURESH KUMAR, Scrutinizer C/o AKSH OPTIFIBRE LIMITED, J-1/1, B -1 Extension Mohan Co-operative, Industrial Estate, Mathura Road, New Delhi- 110044.
 - C) The Postal Ballot Form deposited in person or sent by courier or registered / speed post at the expense of the members will also be accepted.
 - D) The completed Postal Ballot Forms should reach the scrutinizer on or before July 10, 2016 (upto 1700 Hours) and the Postal Ballot forms received thereafter will be strictly treated as if the reply from the member has not been received.
 - E) The members are requested to carefully read the instructions printed overleaf the Postal Ballot Form.
8. In case of any queries/ grievances connected with the voting by postal ballot including e-voting, the members may also contact Ms. Shilpa Gupta, Process Member-CS & Legal at the Corporate Office of the Company at J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044, Phone Nos. : +91 011 49991508-09, E-mail shilpa@akshoptifibre.com
9. The Scrutinizer shall submit his report to the Chairman and in his absence to the officer of the Company duly authorized by him, after completion of scrutiny. The result of Postal Ballot shall be announced on Tuesday, July 12, 2016 at 1500 hours at the Corporate Office of the Company at J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044. The result of the Postal Ballot along with the scrutinizer’s report will be hosted on the Company’s website www.akshoptifibre.com and the website of NSDL. The result of the Postal Ballot along with the scrutinizer’s report shall also be displayed on the Notice Boards of the Company at its Registered Office and its Corporate Office at New Delhi (as per details mentioned above).The special resolution, if passed by requisite majority, shall be deemed to have been passed on the last date for receipt of duly completed Postal Ballot Forms and e-voting i.e. July 10, 2016.

**By Order of the Board of Directors
for Aksh Optifibre Limited**

Date: 23.04.2016
Place: New Delhi

Sd/-
Gaurav Mehta
Company Secretary



AKSH OPTIFIBRE LIMITED

Live Smart

CIN: L24305RJ1986PLC016132

Regd. Office: F-1080, RIICO Industrial Area, Phase -III, Bhiwadi -301019, Rajasthan.

Phone No.: 91-1493-220763, 221333, Fax No. : 91-1493-221329

Corporate Office: J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044

Tel: No. 011-26991508/09, Fax No. 011-26991510

E-mail: aksh@akshoptifibre.com Website:- www.akshoptifibre.com

POSTAL BALLOT FORM

(To be returned to Scrutinizer appointed by the Company)

- Name(s) & Registered Address of the Sole/First Named Member :
- Name(s) of the Joint Holders(s), If Any :
- Registered Folio Number/ DP ID No./Client ID No* (*Applicable to investors holding shares in demat form)
- Number of Ordinary Share(s) held :
- I/We hereby exercise my/our vote(s) in respect of the Special Resolution to be passed through Postal Ballot including voting by electronic means(E-Voting) for the business stated in the Postal Ballot Notice dated 23.4.2016 by sending my/our assent (FOR) or dissent (AGAINST) to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below:

Item Nos.	Description of Resolution	No. of Equity Shares for which votes cast	(FOR)		(AGAINST)	
			I/We assent to the Resolutions	I/We dissent to the Resolutions		
1.	Special Resolution to approve Alteration of Object Clause of the Memorandum of Association of the Company.					
2.	Special Resolution to approve the amendment to Clause III (B) & III (C) of the Memorandum of Association of the Company					
3.	Special Resolution to approve the amendment of the Liability Clause of the Memorandum of Association of the Company					

Place :

Date :

Signature of the Member

ELECTRONIC VOTING PARTICULARS

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

Notes: Please read the instructions printed below carefully before exercising your vote.

GENERAL INSTRUCTIONS

1. This Postal Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by Postal Ballot. If a Member cast votes by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice.
4. The scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the Resolutions forming part of the Notice.

Process and manner for Members opting to vote by Postal Ballot

1. Please complete and sign the Postal Ballot Form and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, **MR. SURESH KUMAR, SCRUTINIZER C/o AKSH OPTIFIBRE LIMITED, J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044** by posting enclosed prepaid postage self- addressed business reply envelope. Postage will be borne and paid by the Company. However, the Postal Ballot Form deposited in person or sent by courier or registered/ speed post at the expense of the member will also be accepted.
2. The Form should be signed by the Member as per the specimen signature registered with the Company/Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. Exercise of vote by Postal Ballot is not permitted through proxy.
3. In case the shares are held by companies, trusts, societies, institutional members, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/Authorization.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot.
5. Duly completed Ballot Form should reach the Scrutinizer not later than 10th July, 2016 (1700 Hours). Ballot Form received after 10th July, 2016 (1700 Hours) will be strictly treated as if the reply from the Members has not been received.
6. Members are requested not to send any other paper along with the Postal Ballot Form. Any extraneous paper attached with this Postal Ballot Form would be destroyed by the Scrutinizer.
7. The members who have received Postal Ballot Notice by e-mail and wish to vote through physical Postal Ballot Form can download the Postal Ballot Form from the weblink – www.evoting.nsdl.com or the website of the Company i.e. www.akshoptifibre.com and take a print thereof. The members can seek a duplicate Postal Ballot Form from the Investors Service Centre of the Company at J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044. Such Postal Ballot Form should be duly completed, signed and sent to the '**MR. SURESH KUMAR, SCRUTINIZER C/o AKSH OPTIFIBRE LIMITED, J-1/1, B -1 Extension Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044**'. However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified in serial no. 5 above.
8. The postal ballot form shall be considered invalid on any of the following grounds:
 - a. It has not been signed by or on behalf of the Members;
 - b. Signature on the form do not match with the specimen signature with the company;
 - c. It is not possible to determine without any doubt the assent or dissent of the members;
 - d. Neither assent or dissent is mentioned in the ballot;
 - e. Any competent authority has given directions in writing to the Company to freeze the voting rights of the member;
 - f. The envelope containing the Postal Ballot form is received after the last date prescribed;
 - g. The postal ballot form, signed in a representative capacity, is not accompanied by a certified true copy of the relevant specific authority;
 - h. The postal Ballot form is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
 - i. The member has made any amendment to the Resolution or imposed any condition while exercising his/her votes.
9. The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
10. The results declared along with Scrutinizer's Report, shall be placed on the Company's website www.akshoptifibre.com and on the website of the National Securities Depository Limited and communicated to the Bombay Stock Exchange Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

Director - Assurance & Communication and Company Secretary

**AKSH OPTIFIBRE LIMITED**

CIN: L24305RJ1986PLC016132

Regd. Office: F-1080, RIICO Industrial Area, Phase -III,
Bhiwadi - 301019, Rajasthan.

Phone No.: 91-1493-220763, 221333, Fax No.: 91-1493-221329

Corporate Office: J-1/1, B-1 Extension Mohan Co-operative Industrial Estate,
Mathura Road, New Delhi - 110044

Tel. No. 011-26991508/09, Fax No. 011-26991510

E-mail: aksh@akshoptifibre.com Website: www.akshoptifibre.com

POSTAL BALLOT NOTICE

Members of the Company are hereby informed that pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management & Administration) Rules, 2014 as amended, the Company has completed the dispatch of Postal Ballot Notice along with Postal Ballot Form and a self-addressed prepaid business reply envelope (a) through electronic mail to the members whose email ids are registered in the record of Depositories as on May 27, 2016 and (b) through Physical Mode, along with prepaid business reply envelope to the other members (whose email ids are not registered) for seeking approval of the shareholders of the Company by Postal Ballot including voting by electronic means (E-voting) on 10th June, 2016, for the following matters:

Item No.	Description of the Resolution
1.	For alteration of Object Clause of the Memorandum of Association of the Company.
2.	For amendment in Clause III (B) & III (C) of the Memorandum of Association of the Company.
3.	For amendment in Liability Clause of the Memorandum of Association of the Company.

The Company has engaged the services of National Securities Depositories Limited (NSDL) for the purpose of providing e-voting facility to all its members.

The Notice has been sent to all the members whose names appear on the Register of Members/List of Beneficial Owners on Friday, 27th May, 2016 (Cut-off date). The Board of Directors has appointed Mr. Suresh Kumar, Practicing Company Secretary (Membership No. F7776 & Certificate of Practice No. 8529) as the Scrutinizer for conducting the Postal Ballot / e-voting process in fair and transparent manner.

The details of the e-voting are as under:

- Date and time of commencement of voting through Postal Ballot & e-voting: 11th June, 2016 (9:00 A.M. IST)
- Date and time of closure of voting through Postal Ballot & e-voting: 10th July, 2016 (5:00 P.M. IST)
- The Postal Ballot forms received after the closure of working hours on 10th July 2016 (5:00 P.M. IST) will be not considered as valid.
- A person, whose name appears in the register of members / List of Beneficial owners as on the cut-off date i.e. 27th May, 2016 shall only be entitled to avail the facility of voting through postal ballot or e-voting. A person who is not a Member on the cut-off date should accordingly treat the Postal Ballot Notice as for information purpose only.
- Any member who does not receive the Postal Ballot Form can mail to shilpa@akshoptifibre.com and obtain duplicate postal ballot form. The Postal Ballot Notice and Postal Form can also be downloaded from our website www.akshoptifibre.com
- In case of query/ grievances, members may refer to the Frequently Asked Questions for shareholders and e-voting User Manual for shareholders available under the download section of NSDL's e-voting website www.evoting.nsd.com or contact the following:
 - Mr. Rajiv Ranjan, Assistant Manager, National Securities Depositories Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-13 at designated email IDs: evoting@nsdl.co.in or rajivr@nsdl.co.in or at telephone nos. 022-24994600/022-24994738;
 - Ms. Shilpa Gupta, Process Member-CS&L at shilpa@akshoptifibre.com or at company's Corporate Office.
- Postal Ballot Notice is available on the Company's website, NSDL's e-voting website and the website of NSE (www.nseindia.com) and BSE (www.bseindia.com).
- The Result of the Postal Ballot and e-voting will be declared on Tuesday 12th July, 2016 at 3:00 p.m. at the Corporate Office of the Company. Such results along with Scrutinizer's Report will be forwarded to National Stock Exchange of India Limited (NSE), Bombay Stock Limited (BSE) and on NSDL e-voting website & will be available on Company's website www.akshoptifibre.com.

for Aksh Optifibre Limited
Sd/-

Gaurav Mehta

Chief-Corporate Affairs & Company Secretary

Place: New Delhi

Date: 11.06.2016



अक्ष ऑप्टिफाइबर लिमिटेड

CIN: L24305RJ1986PLC016132

पंजीकृत कार्यालय: एफ-1080, आरआईआईसीओ

इंडस्ट्रियल एरिया, फेज-III, भिवाडी-301019, राजस्थान

फोन नं: 91-1493-220783, 221333, फैक्स नं: 91-1493-221329

कार्पोरेट कार्यालय: जे-1/1, बी-1 एक्सटेंशन मोहन को-ऑपरेटिव

इंडस्ट्रियल एस्टेट, मथुरा रोड, नई दिल्ली-110044

फोन नं: 011-26991508/09, फैक्स नं: 011-26991510

ईमेल: aksh@akshoptifibre.com, वेबसाइट: www.akshoptifibre.com

डाक बैलट सूचना

कंपनी के सदस्यों को एतद्वारा सूचित किया जाता है कि यथा संशोधित कंपनी (प्रबंधन और प्रशासन) नियमो 2014 के नियम 22 के साथ पढ़े जाने वाले कंपनी अधिनियम, 2013 के अनुच्छेद 110 के अनुसार, कंपनी ने निम्नलिखित कार्यों के लिए इलेक्ट्रॉनिक माध्यम (ई-वोटिंग) द्वारा वोटिंग सहित डाक बैलट द्वारा कंपनी के शेयरधारकों की सहमति प्राप्त करने के लिए डाक बैलट फॉर्म और अपना पता लिखे प्रीपेड बिजनस रिप्लाइ लिफाफे के साथ-साथ डाक बैलट सूचना के प्रेषण का कार्य 10 जून, 2016 को समाप्त कर लिया है (क) इलेक्ट्रॉनिक मेल के द्वारा उन सदस्यों को, जिनकी ईमेल आईडी 27 मई, 2016 की स्थिति के अनुसार डिपॉजिटरियों के रिकार्ड में पंजीकृत है तथा (ख) अन्य सदस्यों को प्रीपेड बिजनस रिप्लाइ लिफाफे के साथ फिजिकल मोड में (जिनकी ईमेल आईडी पंजीकृत नहीं है)।

मद सं.	संकल्प का विवरण
1	कंपनी के मैमोरेंडम ऑफ एसोसिएशन के ऑब्जेक्ट क्लॉज में परिवर्तन के लिए विशेष संकल्प।
2	कंपनी के मैमोरेंडम ऑफ एसोसिएशन के क्लॉज III (B) एवं III(C) में संशोधन के लिए विशेष संकल्प।
3	कंपनी के मैमोरेंडम ऑफ एसोसिएशन के लायबिलिटी क्लॉज में संशोधन के लिए विशेष संकल्प।

अपने सभी सदस्यों को ई-वोटिंग सुविधा प्रदान करने के लिए कंपनी द्वारा नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड (एनएसडीएल) की सेवाएं काम में ली गई हैं।

यह सूचना उन सभी सदस्यों को भेजी गई है जिनके नाम शुक्रवार, 27 मई, 2016 (कट-ऑफ तारीख) को सदस्यों के रजिस्टर/लामकारी स्वामियों की सूची में शामिल हैं। कंपनी के निदेशक मंडल ने श्री सुरेश कुमार, प्रैक्टिसिंग कंपनी सचिव (सदस्यता सं. एफ7776 और सर्टिफिकेट ऑफ प्रैक्टिस नं. 8529) को निम्न और पारदर्शी तरीके से डाक बैलट/ई-वोटिंग प्रक्रिया आयोजित करने के लिए स्मूटिनाइजर के रूप में नियुक्त किया है।

ई-वोटिंग के विवरण निम्नानुसार है-

- डाक बैलट और ई-वोटिंग के द्वारा वोटिंग प्रारम्भ होने की तारीख और समय: 11 जून, 2016 (प्रातः 9.00 बजे, भारतीय मानक समय)
- डाक बैलट और ई-वोटिंग के द्वारा वोटिंग समाप्त होने की तारीख और समय: 10 जुलाई, 2016 (शाम 5.00 बजे, भारतीय मानक समय)
- 10 जुलाई, 2016 (शाम 5.00 बजे, भारतीय मानक समय) को कार्य के घंटों की समाप्ति के पश्चात प्राप्त डाक बैलट फॉर्मों को मान्य नहीं माना जाएगा।
- केवल वह व्यक्ति, जिसका नाम कट-ऑफ तारीख, अर्थात 27 मई, 2016 को सदस्यों के रजिस्टर/लामकारी स्वामियों की सूची में शामिल है, ही डाक बैलट या ई-वोटिंग के द्वारा वोटिंग की सुविधा लेने का पात्र होगा। कट-ऑफ तारीख पर जो व्यक्ति सदस्य नहीं है, को डाक बैलट सूचना केवल सूचनार्थ उद्देश्य के लिए ही माननी चाहिए।
- जिस किसी सदस्य को डाक बैलट प्राप्त नहीं हुआ है, वे sh@pa@akshoptifibre.com को मेल कर सकते हैं तथा डुप्लीकेट डाक बैलट फॉर्म प्राप्त कर सकते हैं। डाक बैलट सूचना और डाक बैलट फार्म हमारी वेबसाइट www.akshoptifibre.com से डाउनलोड भी किया जा सकता है।
- किसी प्रश्न/शिकायत के मामले में, सदस्य शेयरधारकों के लिए अक्सर पूछे जाने वाले प्रश्नों और शेयरधारकों के लिए ई-वोटिंग प्रयोक्ता मैन्युअल का संदर्भ ले सकते हैं जो एनएसडीएल की ई-वोटिंग वेबसाइट www.evoting.nsdl.com के डाउनलोड सेक्शन के अंतर्गत उपलब्ध है अथवा निम्नलिखित से संपर्क कर सकते हैं:
 - श्री राजीव रंजन, सहायक प्रबंधक, नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड, ट्रेड वर्ल्ड "ए" विंग, चौथी मंजिल, कमला मिल्स कम्पाउंड, सेनापति बापट मार्ग, लोअर परेल, मुंबई-13 को निर्धारित ईमेल आईडी evoting@nsdl.co.in या rajiv@nsdl.co.in पर अथवा फोन नंबर 022-24994800/022-24994738 पर।
 - सुश्री शिल्पा गुप्ता, प्रोसेस मैनेजर-सीएसएंडएल को sh@pa@akshoptifibre.com अथवा कंपनी के कार्पोरेट कार्यालय में।
- डाक बैलट सूचना कंपनी की वेबसाइट, एनएसडीएल की ई-वोटिंग वेबसाइट और एनएसई के वेबसाइट (www.nseindia.com) तथा बीएसई की वेबसाइट (www.bseindia.com) पर उपलब्ध है।
- डाक बैलट और ई-वोटिंग का परिणाम कंपनी के कार्पोरेट कार्यालय में मंगलवार, 12 जुलाई, 2016 को सायं 3.00 बजे घोषित किया जाएगा। स्मूटिनाइजर रिपोर्ट के साथ यह परिणाम कंपनी की वेबसाइट www.akshoptifibre.com पर उपलब्ध होगा तथा इसे नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड (एनएसई) तथा बीएसई लिमिटेड (बीएसई) को भिजवाया जाएगा, तथा इन परिणामों को अपनी ई-वोटिंग वेबसाइट पर भी प्रदर्शित किया जाएगा।

कृते अक्ष ऑप्टिफाइबर लिमिटेड

हस्ता/-

स्थान: नई दिल्ली

गौरव मेहता

तिथि: 11.06.2016

चीफ-कार्पोरेट कार्य और कंपनी सचिव