



REALSTRIPS LTD.

Registered Office: 401-402, "Florence" Opp. Ashram Road Post Office, Ashram Road, Ahmedabad - 380 009.
Email Id : info@realstrips.com Website : www.realstrips.com
Telephone No. (079) 26588788 Fax No. (079) 40068261
CIN : L27100GJ1990PLC014383

POSTAL BALLOT FORM

Postal Ballot Form No. _____

1. Name and Registered Address of the Sole / First Named Shareholder (IN BLOCK LETTER)	
2. Name(s) of the Joint Shareholder(s) if any (IN BLOCK LETTERS)	
3. Registered Folio Number / DP ID* No / Client ID* No. (Applicable to investors holding shares in dematerialized form)	
4. Number of Equity Share(s) held	
5. I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Notice dated 12th August, 2016 of the Company by sending my/our assent or dissent to the said Resolution by placing tick (✓) mark at the appropriate box below:	

Item No.	Descriptions	No. of Equity Share(s) for Which Vores Cast	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
1.	Special Resolution for Shifting of Registered Office of the Company			

Place :

Date :

Signature of the Member

Name : _____

Email Id : _____

ELECTRONIC VOTING

The e-voting facility is available at the link <http://www.evotingindia.com>. The e-voting particulars are set out as follows:

EVSN (Electronic Voting Sequence Number)	User ID	Your PAN / Sequence No.
160811016		

1. Please send your postal ballot form in the envelope enclosed herewith.
2. Please read the instructions printed overleaf carefully before exercising your vote.
3. Last date for receipt of Postal Ballot Forms by Scrutinizer is Wednesday, September 21st, 2016.

The e-voting facility will be available during the following voting period

Commencement of e-voting	End of e-voting
August 24th, 2016 at 09.00 A.M. IST	September 21st, 2016 at 05.00 P.M. IST

INSTRUCTIONS FOR VOTING IN PHYSICAL FORM

1. A Shareholder desiring to exercise vote by Postal Ballot, may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne and paid by the Company. However, envelope containing Postal Ballot if sent by Courier or Registered Post at the expense of the Registered Shareholder will also be accepted.
2. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
3. The Postal Ballot Form should be completed and signed by the Shareholder. In case of joint holding, this Form should be completed and signed (as per the specimen signature registered with the Company) by the first named Shareholder and in his/her absence, by the next named Shareholder.
4. Unsigned Postal Ballot Forms will be rejected
5. A Shareholder may request for a duplicate Postal Ballot Form, if so required. The Postal Ballot Form can also be downloaded from the Company's website viz. <http://www.realstrips.com/>
6. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the closure of working hours i.e. at 5.00 p.m. on Wednesday, 21st September, 2016. All Postal Ballot Forms received after this date, will be strictly treated as if reply from such Shareholder has not been received.
7. In case of shares held by Companies, Trust, Societies etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/POA preferably with attested specimen signature(s) of the duly authorized person(s) giving requisite authority to the person voting on the Postal Ballot Form.
8. Voting rights shall be reckoned on the paid-up value of the shares registered in first the name of the Shareholders on the cut-off date i.e. 19th August, 2016.
9. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope as any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
10. The Postal Ballot shall not be exercised by a Proxy
11. Shareholders can opt for only one mode of voting, i.e. either by postal ballot or e-voting. In case Shareholders cast their votes through both the modes, voting by e-voting mode shall prevail and votes cast through postal ballot form will be treated as invalid.



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POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014

To,
**The Members,
Real Strips Limited**

Notice is hereby given pursuant to provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act"), read together with Rule 22 of the Companies (Management & Administration) Rules, 2014, (Including any statutory modification or retrenchment thereof for the time before in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 and pursuant to other Applicable law and Regulations that the resolutions appended herewith are proposed to be passed as Special Resolution by means of Postal Ballot ("Postal Ballot Forms and voting through electronic means").

The details of Postal Ballot are as follows

1 Shifting of Registered Office of the Company outside the local limits of city pursuant to the provisions of Section 12 & 110 and other applicable provisions, if any, of the Companies Act, 2013.

The proposed resolution along with Explanatory Statement setting out the material facts and the reasons thereof are appended alongwith the Postal Ballot Form for your consideration.

Mr. Ashwin Shah, Practicing Company Secretary, Ahmedabad has been appointed by the Board of directors of the Company as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

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 in original duly completed in the enclosed self-addressed Business Reply Envelope. Postage of such envelope will be borne and paid by the Company. Postal Ballot Form, if sent by courier or by registered post /speed post at the expense of the Member will also be accepted. The Postal Ballot Forms may also be deposited personally at the given address on the self-addressed Business Reply Envelope. The duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hour on 21st September, 2016 (5.00 P.M) to be eligible for being considered, failing which it will be strictly considered that no reply has been received from the Member.

Further the Company, in accordance with the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is pleased to provide the member with the facility to exercise to Right to Vote Electronically, i.e. through e-voting facilities provided by Central Depository Services Limited (CDSL). Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read the instructions in the Postal Ballot Form under the section 'Voting through Electronic means'. The voting period shall commence at 9.00 a.m. on Wednesday, 24th August, 2016 and ends at 5.00 PM on Wednesday, 21st September, 2016.

References to Postal Ballot in this Postal Ballot Notice include votes received electronically (e-voting).

The Scrutinizer will submit his report to the Chairman/Director of the Company after the completion of the Scrutiny of the Postal Ballot and e-voting. The result of the Postal Ballot shall be announced on or before Monday, 26th September, 2016, at the Annual General Meeting to be held on Atma Hall (Ahmedabad Textile Mills Associations), Ashram Road, Ahmedabad 380009. The result would be declared and displayed at the Registered Office of the Company, intimated to the Bombay Stock Exchange Limited ("BSE") and displayed along with the Scrutinizer's report on the Company's website: <http://www.realstrips.com/>

PROPOSED RESOLUTION: CHANGE OF ADDRESS OF REGISTERED OFFICE

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

"RESOLVED THAT subject to the provision of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 the consent of the members of the Company be and is hereby accorded to shift the registered office of the Company from 401-402, "FLORENCE", Opp. Ashram Road Post Office, Ashram Road, Ahmedabad 380009 to Survey No: 245, Village Sari, Ahmedabad-Bavla Highway, Taluka Sanand, Ahmedabad 382220 within the state of Gujarat.

"FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, any of the Directors of the Company be and are hereby authorized to file Form INC-22 to the ROC and to take suitable action for the implementation of the above said decision of the Board."

Place: Ahmedabad
Date: 12th August, 2016

By Order of the Board of Directors
A. K. Kataria
Chairman

Registered Office:

401-402, "Florence",

Opp. Ashram Road Post Office,

Ashram Road, Ahmedabad - 380 009

Phone : +91 79 2658 8788 Fax : +91 79 4006 8261

Email Id : ramcharan@realstrips.com Website : <http://www.realstrips.com/>

CIN : L27100GJ1990PLC014383

NOTES

1. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 is annexed hereto.
2. In terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the business set out in the notice above is sought to be passed by Postal Ballot.
3. A member desiring to exercise vote by postal ballot shall complete the enclosed Postal Ballot Form with assent (for) or dissent (against) and send it to the Scrutinizer in the enclosed self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if sent by courier or by Registered Post at the expense of the member will also be accepted. The envelopes may also be deposited personally at the address given thereon. The Postal Ballot Form duly completed and signed should be returned in the enclosed self-addressed postage prepaid envelope so as to reach the Scrutinizer before the closure of the working hours i.e. 5.00 p.m. on or before Wednesday, 21st September, 2016. Any Postal Ballot Form received after the said date shall be treated as if the reply from the shareholders has not been received.
4. In case a Member is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to ramcharan@realstrips.com. The Registrar and Transfer Agent / Company shall forward the same along with postage-prepaid self-addressed Business Reply Envelope to the Member.
5. All the material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch of the Notice till closing of the e-voting facility.
6. The Scrutinizer will submit his report to the Chairman or in his absence to any other person authorised by the Chairman, after completion of the Scrutiny of the Postal Ballot Forms and voting by the members through electronic means and the consolidated results of the voting shall be declared / announced by the Chairman, or in his absence, by any other person authorised by the Chairman, on Monday, 26th September, 2016 at the 25th Annual General Meeting of the Company. The results along with the aforesaid report will be posted on the website of the Company: <http://www.realstrips.com/> and on CDSL's website viz., <https://www.evotingindia.com/> besides communicating to the BSE. The last date of receipt of the Business Reply Envelope with Postal Ballot Form, i.e. Wednesday, 21st September, 2016, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
7. In compliance with the provisions of Sections 110 and 108 of the Companies Act 2013 read with Rule 22 of 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.
8. This Notice is being sent electronically by e-mail, to those shareholders who have registered their e-mail addresses with the Depositories and by courier to all the remaining shareholders whose names appear in the Company's Register of Members as at the close of business hours on 19th August, 2016 and any recipient of this Notice who has no voting rights as on the aforesaid date should treat the same as intimation only.
9. Resolution passed by the members through postal ballot is deemed to have been passed as if the same has been passed at a general meeting of the members.
10. Please see the instructions for voting by Postal Ballot (including e-voting) which have been printed herein.
11. In case of e-voting on the website: <https://www.evotingindia.com/>, voting will commence from Wednesday the 24th August, 2016 (9.00 a.m. IST) and end on Wednesday the 21st September, 2016 (5.00 p.m. IST).
12. The Notice is also placed on the website of the Company: <http://www.realstrips.com/> and website of the depository, CDSL: https://www.evotingindia.com

E-VOTING PROCESS

In compliance with the provisions of Sections 108, 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility as an alternative, for its shareholders to enable them to cast their vote electronically instead of dispatching postal ballot. The e-voting facility is being provided through e-voting services provided by CDSL.

The instructions for members for voting electronically are as under:

Step 1: Open your web browser during the voting period and log on to the e-voting website: <https://www.evotingindia.com/>

Step 2: Now click on "Shareholders" to cast your votes

Step 3: Now, fill up the following details in the appropriate Boxes

- 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 the Folio Number registered with the Company.

Step 4: Next, enter the Image Verification as displayed and Click on Login If you are holding shares in demat form and had logged on to then your existing password is to be used.

Step 5: If you are a first time user, follow the steps given below:

For members holding shares in demat form and physical form:

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters, e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
DOB#	Enter the Date of Birth as recorded in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or the Company records for the said folio. If the details are not recorded with the Depository or Company, please enter the number of Shares held by you in the bank account column.

Please enter the DOB or dividend bank details in order to login

Step 6: After entering these details appropriately, click on "SUBMIT" tab.

Step 7: Members holding shares in physical form will then directly reach the Company selection screen. However, first time user 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 can also be used by the demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that the 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

If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

Step 8: For members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

Step 9: Click on the EVSN of the Company i.e. 160811016 to vote

Step 10: On the voting page, you will see Resolution description and against the same the option 'YES/NO' for voting. Select the relevant option as desired YES or NO and click on submit.

Step 11: Click on the Resolution File Link if you wish to view the entire Notice

Step 12: 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. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

Step 13: You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

Step 14: Note for Non-Individual Members and Custodians

- Non-Individual Members (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to <https://www.evotingindia.com/registerEntity.jsp> 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.
- After receiving the login details, a 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 and on approval of the accounts, they would be able to cast their vote.
 - A scan 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.

OTHER E-VOTING INSTRUCTIONS

The e-voting period commences on Wednesday, 24th August, 2016 (9.00 a.m.) and ends on Wednesday, 21st September, 2016 (5.00 p.m.). During this period, Shareholders of the Company, holding shares either in physical form or in the dematerialized form, as on cutoff date (record date) of Friday, 19th August, 2016 may cast their votes electronically. The e- voting module shall be disabled for voting thereafter. Once the vote on are solution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The voting rights of shareholders shall be in proportion to their shares of the paid up Equity Share capital of the Company.

CS Ashwin Shah, Practicing Company Secretary (CP No: 1640) (Address: 22, Dolly Complex, Stadium Circle, Navrangpura, Ahmedabad 380009, Gujarat, India) has been appointed as the Scrutinizer to scrutinize the e-voting process. 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.com under help section or write an email to helpdesk.evoting@cdslindia.com.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No. 1

As per provisions of Section 12(5) of the Companies Act, 2013, shifting of registered office of a Company outside the local limits of any city or town requires approval of shareholders by way of special resolution.

With a view to improve co-ordination and communication for ease of management, the Board of directors considered that subject to approval of shareholders, the registered office of the Company be shifted to Survey No: 245, Village Sari, Ahmedabad-Bavla Highway, Taluka Sanand, Ahmedabad 382220. Since, the proposed location is outside the local limits of Ahmedabad city and therefore requires approval of shareholders by way of special resolution. If approved, the registered office will be moved to Survey No: 245, Village Sari, Ahmedabad-Bavla Highway, Taluka Sanand, Ahmedabad 382220 with effect from 01.10.2016.

None of the Directors, Key Managerial Personnel and relatives thereof is interested or concerned in the proposed Special resolution except to the extent of their shareholding.

The Directors consider the proposed Special Resolution in the interest of the Company and recommend the same for your approval by Postal Ballot through Physical Postal Ballot or through e-voting process, as the case may be, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for passing the Special Resolutions under Item No. 1 as set out in this Notice.

By Order of the Board of Directors

Place: Ahmedabad
Date: 12th August, 2016

A. K. Kataria
Chairman

Registered Office:
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