

# ASAL

Automotive Stampings and Assemblies Limited

CIN: L28932PN1990PLC016314

SE/ 2021-22  
June 03, 2021

The Executive Director,  
**BSE Limited**  
Corporate Relationship Department, 1<sup>st</sup> Floor,  
New Trading Ring, Rotunda Bldg., P.J. Towers,  
Dalal Street, Mumbai 400 001  
Scrip Code: **520119**

The Executive Director,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Bandra (East),  
Mumbai 400 051

Scrip Code: **ASAL**

Dear Sir / Madam,

**Sub: Submission of Postal Ballot Notice**

In line with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose herewith Notice of Postal Ballot dated June 01, 2021, seeking approval of Members by way of Special Resolution for Sale / Transfer / Dispose off Land along with building of Company Situated at Chakan Plant and Halol Plant.

Sale / Transfer / Dispose off Land along with building of Company Situated at Halol Plant and Chakan Plant have been approved by the Board of Directors of the Company in the Board Meetings held on January 31, 2021 and April 05, 2021 respectively subject to approval of Members. The said Board approvals were also communicated to stock exchanges through our intimation dated January 31, 2021 and April 05, 2021.

Date of events relevant to Postal Ballot are as below:


Sr. No.	Particulars	Dates
1	Date of Completion of dispatch of Notice (by electronic means) to members whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories as on Friday, May 28, 2021	Thursday June 03, 2021
2	Date of Commencement of e-Voting	Friday June 04, 2021
3	Date of Ending of e-Voting ("Last Date")	Saturday July 03, 2021
4	Results of Postal Ballot	On or before July 05, 2021

Postal Ballot Notice, along with the Explanatory Statement, is uploaded on the website of the Company at [www.autostampings.com](http://www.autostampings.com)

We request you to take the same on Record.

Thanking you,

Yours Faithfully,  
For **Automotive Stampings and Assemblies Limited**

  
Prasad Zinjurde  
Company Secretary and Compliance Officer  
M.No. A54800  
Encl: As above



Website: [www.autostampings.com](http://www.autostampings.com)

Regd Office: TACO House, Plot No- 20/B FPN085, V.G. Damle Path, Off Law College Road, Erandwane, Pune: 411004

Chakan : Gat No. 427, Medankarwadi, Chakan, Tal. Khed, Dist: Pune --410 501 Tel: 91 2135 679801-05

Halol: Survey No. 173, Village Khakharia, Taluka: Savali, Dist: Vadodara, Halol -- 389 350, Gujarat Telefax: 91 2667 288042

Uttarakhand: Plot No. 71, Sector 11, Integrated Industrial Estate, Pantnagar, US Nagar 263153 State- Uttarakhand Tel: 91 9219415663

A **TATA** Enterprise

# ASAL

**Automotive Stampings and Assemblies Limited**

**CIN:L28932PN1990PLC016314**

Registered Office: TACO House, Plot No- 20/B FPN085, V.G. Damle Path,  
Off Law College Road, Erandwane,

Pune: 411004, Maharashtra, Tel.: 91 20 66085000 Fax: 91 20 6608 5034

E-mail: [cs@autostampings.com](mailto:cs@autostampings.com) Website: [www.autostampings.com](http://www.autostampings.com)

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## POSTAL BALLOT NOTICE

Dear Member,

Notice is hereby given that pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), if any, read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, the Resolution appended below is proposed to be passed as a special resolution by way of postal ballot / electronic voting. The Explanatory Statement, pursuant to Section 102 of the Act, pertaining to the said Resolution, setting out the material facts concerning the item and the reasons thereof is annexed hereto for your consideration.

According to Section 180(1) (a) of the Companies Act, 2013, sale, lease or otherwise disposal of the whole or substantially the whole of an undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking, requires the approval of the shareholders by way of a special resolution.

The Company proposes to sell / dispose off / Transfer its land along with Building situated at Gat no.427, Medankarwadi, Juna Chakan, Tal. Khed, Pune 410501. Maharashtra ("Undertaking") to Mr. Mohammad Nayeem Suleman Choudhary and others for a consideration of ₹ 101 Crores (Rupees One Hundred and One Crores) and land along with Building situated at Survey no 173, Village Khakaria, Taluka Savli, near GIDC, Halol – 389350, Gujarat to Mr. Amit Solanki and others for a consideration of ₹12.25 Crores (Rupees Twelve Crores Twenty Five Lakhs).

The Company is therefore seeking your consent for the said proposals as contained in the Special Resolution appended below. An Explanatory Statement pertaining to the resolution setting out all material facts and the reasons for which such resolution is proposed is also annexed.

As per Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 ("Rules"), the consent of the Company's shareholders for the above purpose is required to be obtained by means of a postal ballot. In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" read with General Circular No. 20/2020 dated May 5, 2020 and General Circular No.02/2021 dated January 13, 2021 General Circular No.14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 33 / 2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No.02 / 2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular No. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 dated May 12, 2020 and SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 dated January 15, 2021 issued by the Securities and Exchange Board of India ('SEBI Circulars') and MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. Further, as per the provisions of the Act, read with the Rules and the Listing Agreement, the Company is required to provide to its Members facility to exercise their right to vote by electronic means. Accordingly, instructions for e-voting have been provided hereunder.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company through circular Resolution dated June 01, 2021 has appointed Mr. Prajot Tungare (Membership No. FCS 5484) of M/s Prajot Tungare and Associates, Practicing Company Secretaries, Pune as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

Postal Ballot Notice is being sent to all the Members electronically by email who have registered their e-mail ids with the Depository or with the Company and whose names appear in the Register of Members as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, May 28, 2021 the cut-off date.

Postal Ballot Notice has been made available on the website of the company i.e, [www.autostampings.in](http://www.autostampings.in), stock exchange websites and on the Central Depositories Services Limited (CDSL) website at [www.evotingindia.com](http://www.evotingindia.com).

The dispatch of the Postal Ballot Notice shall be announced through an advertisement in at least (one) English Newspaper and at least (one) Hindi newspaper, each with wide circulation in the district, where the registered office of the Company is situated and hosted on the Company Website.

Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholders on the cut-off date, i.e. Friday, May 28, 2021 as per the Register of Members / Beneficiary position maintained by the Depository.

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

- Commencement of remote e-voting : From 9.00 a.m. (IST) on Friday, June 04, 2021
- End of remote e-voting : Up to 5.00 p.m. (IST) on Saturday July 03, 2021

During this period, members of the Company, holding shares either in physical form or in dematerialized form as on Friday Friday, May 28, 2021, may cast their vote electronically.

The Remote e-voting module shall be disabled by CDSL for voting thereafter.

Once the vote on a resolution is casted by the member, he/she shall not be allowed to change it subsequently. The Scrutinizer will collate the votes downloaded from the remote e-voting system to declare the final result for each of the resolution forming part of the Notice of Postal Ballot.

The Scrutinizer's decision on the validity of the Postal Ballot shall be final. All the documents referred to in the accompanying notice and explanatory statement shall be open for inspection at the Corporate Office of the Company without any fee on all working days of the Company between 10.00 a.m. and 1.00 p.m. from date of dispatch of notice upto the last date of receipt of votes by postal ballot/ remote e-voting. The voting right of shareholders shall be in proportion to one vote per fully paid equity share of the Company held by them as on the cutoff date i.e. Friday May 28, 2021. The remote e-voting period commences from 9.00 a.m. (IST) on Friday, June 04, 2021 and ends at 5.00 p.m. (IST) on Saturday July 03, 2021.

The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced at or before 5.00 p.m. (IST) on Monday, July 05, 2021.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website [www.autostampings.com](http://www.autostampings.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com).

The Resolution will be deemed to have been passed on the date of declaration of the results of the postal ballot, if approved by the requisite majority.

## PROPOSED SPECIAL RESOLUTION

### 1. To approve sell / transfer / dispose of ownership rights in land along with building situated at Chakan plant and Halol plant.

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 180(1)(a) and all other applicable provisions of the Companies Act, 2013 (the “Act”) and rules made thereunder (including any statutory modification thereof for the time being in force and as may be enacted from time to time), the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the approval of the Lenders and all such approvals, consents, sanctions and permissions, as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any committee thereof) to sell or transfer or otherwise dispose-off -

1. Ownership rights in land admeasuring 1,18,300 Sq. Mtrs. as per 7/12 extract and building admeasuring 24,819 Sq. Mtrs located at Gat No 427, Medankarwadi, Tal. Khed, Chakan, Pune – 410501, too Mr. Mohammad Nayeem Suleman Choudhary and Others for a consideration of ₹ 101 Crores (Rupees One Hundred and one Crores)
2. Ownership rights in land admeasuring 38742.00 Sq. Mtrs as per 7/12 extract, along with building having built up area 6665.00 sq. Mtrs. located at survey no 173, Village: Khakharia, Taluka: Savali near GIDC, Halol – 389350, Gujarat to Mr. Amit Solanki and Others for a consideration of ₹12.25 Crores (Rupees Twelve Crore Twenty-Five Lakhs) and plant, machinery, other asset on such terms and conditions and with such modifications as the Board may deem fit and appropriate in the interest of the Company.

**RESOLVED FURTHER THAT**, the Board be and is hereby authorised and empowered to finalize and execute necessary documents including but not limited to definitive agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board and to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the land and building as they may in their absolute discretion deem fit.

**RESOLVED FURTHER THAT**, the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any Officers of the Company, with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments.”

### BY ORDER OF THE BOARD

For Automotive Stampings and Assemblies Limited

Prasad Zinjurde  
Company Secretary  
ICSI Membership No.:-A54800

Date: 01 June, 2021  
Place: Pune

## NOTES

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 (“Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) stating material facts and reasons for the proposed resolution is annexed hereto.
2. As per Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (“Rules”), the consent of the Company’s shareholders for the above purpose is required to be obtained by means of a postal ballot and in view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20 / 2020 dated May 5, 2020 in relation to “Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” read with General Circular No. 20/2020 dated May 5, 2020 and General Circular No.02 / 2021 dated January 13, 2021 General Circular No.14 / 2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20 / 2020 dated May 5, 2020, General Circular No. 33 / 2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No.02 / 2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs (‘MCA Circulars’) and Circular No. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 dated May 12, 2020 and SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 dated January 15, 2021 issued by the Securities and Exchange Board of India (‘SEBI Circulars’).and MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.
3. For Members holding shares in physical form- please provide necessary details like Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@autostampings.com](mailto:cs@autostampings.com) or [pune@linkintime.co.in](mailto:pune@linkintime.co.in) respectively.
4. For Members holding shares in dematerialized form- Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self- attested scanned copy of Aadhar Card) to [cs@autostampings.com](mailto:cs@autostampings.com) or [pune@linkintime.co.in](mailto:pune@linkintime.co.in) respectively

The instructions for shareholders for remote e-voting are as under

- (i) The voting period begins on <Date and Time> and ends on <Date and Time>. 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 <Record Date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the E voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/KARVY/LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.
	3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi./Registration/EasiRegistration">https://web.cdslindia.com/myeasi./Registration/ EasiRegistration</a>
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>



	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>

(iv) Login method of e-Voting for shareholders other than individual shareholders & physical shareholders.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) 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 e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) Facility for Non – Individual Shareholders and Custodians –Remote Voting
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



- After receiving the login details 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 linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; \_\_\_\_\_ (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**BY ORDER OF THE BOARD**

For Automotive Stampings and Assemblies Limited

Prasad Zinjurde  
Company Secretary  
ICSI Membership No.:-A54800

Date: 01 June, 2021

Place: Pune

## EXPLANATORY STATEMENT

### Pursuant to Section 102 of the Companies Act, 2013 (“Act”)

#### Item No. 1

The Company proposes to sell or transfer or otherwise dispose-off its ownership in freehold land and building situated at Gat No 427, Medankarwadi, Tal. Khed, Chakan, Pune – 410501, Maharashtra and Survey No 173, Village: Khakharia, Taluka: Savali near GIDC, Halol – 389350, Gujarat to purchaser / third party investor, for a consideration as determined by independent valuer or such higher value, to be discharged in form of cash and / or kind. Considering present business environment and Company’s financial cash flow situation, it is prudent and in the best interest of the Company to sell / transfer / dispose off immovable asset like land and building which will generate cash flow for the Company and the same will be used to clear the long term liabilities of the Company.

In this regard the management has been searching for suitable buyer who intends to acquire the said property at a consideration as determined by independent valuer or such higher value, on such terms and conditions as may be deemed fit by the Board. Accordingly, The Board of Directors at their meeting held on April 05, 2021 approved the company to sell / dispose off / transfer its Land and Building situated at Gat No 427, Medankarwadi, Tal. Khed, Chakan, Pune – 410501, Maharashtra to Mr. Mohammad Nayeem Suleman Choudhary for a consideration of ₹101 Crore (Rupees One Hundred and One Crores) and on January 31, 2021 approved the company to sell / dispose off / transfer its Land and Building situated at Survey No 173, Village: Khakharia, Taluka: Savali near GIDC, Halol – 389350, Gujarat to Mr. Amit Solanki and others for a consideration of ₹ 12.25 Crores (Rupees Twelve Crores Twenty Five Lakhs). The net proceeds from the sale of the Undertaking will be utilized to repay the existing loans and reduce interest burden, or enhancement of working capital of the Company or general business purpose. The sale of the said land and building would not have any adverse impact on the continuity of production, manufacturing activities and the business operations of the Company.

Such transaction may be deemed to be sale of substantial interest in undertaking by the Company and your Directors propose resolution under section 180 (1) (a) of the Companies Act, 2013 for the approval of the Shareholders.

Members of the Company are further requested to note that Section 180 (1) (a) of the Companies Act, 2013 mandates that the Board of Directors of the Company shall exercise the power to sell, lease or otherwise dispose-off the whole or substantially the whole of any undertaking(s) of the Company, only with the approval of the Members of the Company by way of a special resolution.

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolution as set out in the accompanying Notice is now being placed before the members for their approval. Your Directors recommend the passing of the resolution as Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

#### BY ORDER OF THE BOARD

For Automotive Stampings and Assemblies Limited

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