

VIAAN INDUSTRIES LIMITED
(FORMERLY KNOWN AS HINDUSTHAN SAFETY GLASS INDUSTRIES LIMITED)
(CIN.: L52399WB1982PLC035375)

Reg Office.: HM Plaza Business Centre, Cabin No. 116, Circular Court, 8, A.J.C Bose Road,
Ground Floor Kolkata Kolkata WB 700017. Tel No.: 033-22804640/ 41.

Corp. Office.: C wing, 5th Floor, Sahar Classique, Opp P& T Colony, Sahar Road,
Andheri(East),
Mumbai – 400099.

Tel.No.: 022-28897696

E-mail ID:- hindusthansafety@gmail.com, Website:- www.v-ind.com

NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (PASSING OF THE RESOLUTION BY POSTAL BALLOT) RULES, 2011 AND COMPANIES (MANAGEMENT & ADMINISTRATION) RULES, 2014

Dear Shareholders,

Notice is hereby given that the following resolutions is proposed to be passed by Postal Ballot in accordance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011 & Companies (Management & Administration) Rules, 2014 as amended from time to time.

The resolutions proposed to be passed and the Explanatory Statement pertaining thereto stating all material facts and the reasons for the proposed resolutions & a Postal Ballot Form is appended herewith for consideration of the Shareholders. The attached Postal Ballot Form is to be used by the Shareholders for the purpose of exercising vote in respect of the said resolutions.

Members may note that the Company is providing voting through Postal Ballot. Only shareholders entitled to vote are entitled to fill in the Postal Ballot form and send it to the Scrutinizer or vote through the e-voting facility offered by the Company. Any other recipient of the Notice who has no voting rights should treat this Notice as intimation only.

If you are voting through Postal Ballot Form, you are requested to carefully read the instructions in the accompanied Postal Ballot form and return the same along with Assent (FOR) OR Dissent (AGAINST) in the attached self-addressed, pre-paid postage envelopes so as to reach the Scrutinizer on or before the close of business hours on **15th February, 2017 at 5.00 P.M.** Postal Ballot Forms received after this date will be strictly treated as if the reply from the concerned Shareholder has not been received.

E-Voting:

The Company is pleased to offer e-voting facility, in terms of Sec.108 of the Companies Act and the Rules, as an alternate for its members, which would enable them to cast votes electronically, instead of dispatching Postal Ballots. E-voting is optional. The Company has engaged the services of National Securities Depository Limited for providing e-voting facility to the members. Please read and follow the instructions on e-voting enumerated in the notes to the Notice.

The Board of Directors of the Company has appointed **Mr. S. K. Pandey, a Practicing Company Secretary, as the Scrutinizer** for conducting the Postal Ballot voting process. After completion of his scrutiny, he will submit his report to the Executive Director/CEO and in his absence to the Director of the Company. The results of the Postal Ballot will be declared by the Executive Director/CEO/ Director on **17th February 2017 at 4:00 P.M.** at the Corporate Office of the Company and will be communicated to BSE Limited i.e. the Stock Exchanges where the equity shares of the Company are listed, and will be published in the newspaper(s). The

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Company proposes to provide voting on the resolutions through the Postal Ballot mode and through Electronic mode.

The date of declaration of the result shall be deemed to be the date of passing of the said resolutions and the Special Resolutions shall be declared as passed if the votes cast in its favor are three times or more in number as against the votes cast in against the respective resolution.

SPECIAL BUSINESS:

Item No. 1: Sub-division of 1 (One) equity share of face value of Rs. 10/- each into 10 (Ten) equity shares of Re. 1/- each.

To consider and pass with or without modification(s), the following resolution, as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the company and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority(is), and subject to such conditions as may be agreed by the Board of Directors of the company (which expression also includes a committee thereof), each Equity Share of the company having a face value of Rs. 10 each fully paid-up be sub-divided into 10 (Ten) Equity Shares of the face value of Re. 1 each fully paid-up.”

“RESOLVED FURTHER THAT the 10 (Ten) Equity Shares of the face value of Re. 1 each on sub-division to be allotted in lieu of existing one equity share of Rs. 10 each shall be subject to the terms of the Memorandum and Articles of Association of the company and shall rank pari passu in all respects with the existing fully paid shares of Rs. 10 each of the company and shall be entitled to participate in full in any dividends to be declared after the sub-divided equity shares are allotted.”

“RESOLVED FURTHER THAT upon sub-division of Equity Shares as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the face value of Rs. 10 each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Book Closure Date/Record Date and the company may, without requiring the surrender of the existing share certificate(s), issue and dispatch the new share certificate(s) of the company in lieu of such existing share certificate(s) subject to the provisions of the companies (Share Capital and Debentures) Rules, 2014 and in the case of Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Shareholders with the depository participants, in lieu of the existing credits representing the Equity Shares of the company before sub-division.”

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“RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee thereof) be authorized to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any director(s), the Company Secretary or any other officer(s) of the Company for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution.”

Item No. 2: Alteration of Capital clause of Memorandum of Association of the Company.

To consider and pass with or without modification(s), the following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority (is), the first paragraph of the existing clause V of the Memorandum of Association of the company relating to Capital be replaced by the following paragraph:

“The Authorized Share Capital of the Company is Rs. 11, 00, 00,000/- (Rupees Eleven Crore Only) divided into 110000000/- (Eleven Crore) Equity Shares of Re. 1/- (Rupee One only) each with rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the Regulations of the Company and to vary, modify or abrogate any such rights privileges or conditions in such manner as may be for the time being, be provided by the regulations of the Company.”

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“RESOLVED FURTHER THAT the Board of Directors of the company (which expression shall also include a Committee thereof) be authorized to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any director(s), the Company Secretary or any other officer(s) of the company for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution.”

Place: Mumbai

Date:02nd January 2017

By Order of the Board

Viaan Industries Limited

(Formerly Known as Hindusthan Safety Glass Industries Limited)

SD/-

Darshit Shah
(Executive Director/ CEO)
DIN: 06614591

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Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts pertaining to the resolutions are annexed hereto along with a Postal Ballot Form for your consideration. The Special Resolutions shall be declared as passed if the votes cast in its favor are three times or more in number as against the votes cast in against the respective resolution.
2. In terms of Section 110 of the Companies Act, 2013 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 the item of business items as set out in the Notice above are sought to be passed by Postal Ballot and by electronic mode.
3. The Board of Directors of the Company has appointed **Mr. S. K. Pandey, a Practicing Company Secretary, as the Scrutinizer** for conducting Postal Ballot process in a fair and transparent manner. After completion of his scrutiny, he will submit his report to the Executive Director/ CEO and in his absence to the Director of the Company. The results of the Postal Ballot will be announced on **17th February 2017 at 4:00 P.M.** at the Corporate Office of the Company and also be published in the newspaper(s). The date of declaration of the result of the Postal Ballot will be taken to be the date of passing of resolutions proposed by this notice.
4. The Postal Ballot Form and self addressed, pre-paid postage envelopes, are enclosed for use of the shareholders and it bears the address to which the duly completed postal ballot forms are to be sent.
5. The shareholders are requested to read carefully the instructions printed on the reverse of the Postal Ballot Form and return the Form (Original) duly completed and signed in the attached self addressed, pre-paid postage envelopes so as to reach the Scrutinizer on or before the close of the business hours on **15th February 2017 at 5.00 P.M.**
6. The Company is extending its offer of e-voting facility as an alternate, for its Members to enable them to cast their vote electronically instead of dispatching Postal Ballot. The members have option to vote either through e-voting or through the physical Postal Ballot form. If a member opts for e-voting, then he/she should not vote by Postal Ballot also and vice-versa. However, in case members cast their vote, via physical Postal Ballot and e-voting, then voting through physical Postal Ballot shall prevail and voting done by e-voting shall be treated as invalid.
7. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 10.00 am to 1.00 pm up to the date of declaration of results of the Postal Ballot.

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8. Members are requested to notify immediately any changes, if any, in their registered addresses at an early date to the Registrar and Share Transfer Agent, quoting their folio numbers/client ID/ DP ID in all correspondence, so as to enable the Company to address any future communication at their correct address.
9. Members holding shares in physical forms are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares and for ease in portfolio management. Member can contact the Company or the Company's **Registrar and Transfer Agent, Purva Sharegistry (India) Private Limited**, for assistance in this regard. Members are requested to note that the Company's shares are under compulsory demat trading for all investors. Members are, therefore, requested to de-materialize their shareholding to avoid inconvenience.
10. Members are requested to support this green initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository participants and in respect of old shares held in physical form with the Company's Registrar & Share Transfer Agent. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN to the Company/Registrar & Share Transfer Agent.
11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Reports & other communications through electronic mode to those members whose email IDs are registered with the Company/ Depository Participant(s). As per provisions of Section 20 of the Companies Act, 2013 read with Rules there under, a document may be served on any member by sending it to him/her by post or by registered post or by speed post or by courier or by delivering at his/her office/home address or by such electronic mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his/her Depository Participant(s)/Company Share Transfer Agent from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he/she shall pay such fees as may be determined by the Company in its Postal Ballot For members who have not registered their email address with the Company, the service of documents will be affected by other modes of services as provided in Section 20 of the Companies Act, 2013 read with the relevant Rules thereunder. Printed copies of the Postal Ballot Notice of the Company inter alia indicating the process and manner of e-voting along with Ballot Paper is being sent to all members in the permitted mode.
12. E-voting: In compliance with Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, the Company is pleased to provide Members facility to exercise their right to vote at the Postal Ballot by electronic means and all the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

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13. The **E-voting period** for all items of business contained in this Notice shall commence from **Monday the 16th January, 2017 at 9.00 a.m.** and will end on **Wednesday, the 15th February, 2017 at 5.00 p.m.** During this period equity shareholders of the Company holding shares either in physical form or in dematerialized form as on the **cutoff date of 30th December 2016**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion to their equity shareholding in the paid up equity share capital of the Company as on **30th December 2016**.
14. **Mr. S.K.Pandey, Practicing Company Secretaries** (Membership No. ACS 8546) and/or failing **Ms. Sajeda Patel or Ms. Aparna Tripathi** an Independent Professional has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
15. The Scrutinizer shall immediately after the conclusion of voting at the meeting, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make, not later than 2 days of conclusion of the meeting and after scrutinizing such votes received shall make a Scrutinizer's report of the votes cast in favor or against or invalid votes in connection with the resolution(s) mentioned in the Notice of the Meeting and submit the same forthwith to the Chairman of the Company.

Voting through electronic means:

16. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered through the Postal Ballot Notice (PBN) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a "remote e-voting" will be provided by National Securities Depository Limited (NSDL).
17. The facility for voting through ballot paper shall be made available along with PBN and the members who have not cast their vote by remote e-voting shall be able to exercise their right through ballot paper.

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18. The remote e-voting period commences on **16th January, 2017 (9:00 am)** and ends on **15th February, 2017 (5:00 pm)**. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 30th December 2016**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The process and manner for remote e-voting are as under:

19. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
20. Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
21. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
22. Click on Shareholder –Login
23. Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
24. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
25. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
26. Select "EVEN" of "Viaan Industries Limited".
27. Now you are ready for remote e-voting as Cast Vote page opens.
28. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
29. Upon confirmation, the message "Vote cast successfully" will be displayed.
30. Once you have voted on the resolution, you will not be allowed to modify your vote.
31. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to pandeysk2004@yahoo.co.in with a copy marked to evoting@nsdl.co.in
32. In case a Member receives physical copy of the Notice of PBN [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
33. Initial password is provided as below :
34. **EVEN (Remote e-voting Event Number)USER ID PASSWORD/PIN**
35. Please follow all steps from Serial No. (ii) To Serial No. (xii) Above to cast vote.
36. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the Downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
37. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

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38. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
39. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **30th December, 2016**.
40. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **30th December, 2016**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Share Transfer Agent of the Company, i.e. **Purva Shareregistry (India) Private Limited**.
41. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
42. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as through ballot paper.
43. Mr. **S.K. Pandey**, Practicing Company Secretaries (Membership No. ACS 8546) and/or failing **Ms. Sajeda Patel** or **Ms. Aparna Tripathi** an Independent Professional has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
44. The Scrutinizer shall after the conclusion of voting period, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the last date of voting through remote e-voting/postal ballot, a consolidated scrutinizer’s report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
45. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.v-ind.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

Place: Mumbai

Date: 02nd January 2017

By Order of the Board

Viaan Industries Limited

(Formerly Known as Hindusthan Safety Glass Industries Limited)

SD/-

Darshit Shah

(Executive Director/ CEO)

DIN: 06614591

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ANNEXURE TO NOTICE - EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

Item Nos. 1 & 2:

The Equity shares of your company are listed and actively traded on the BSE Limited. In order to make equity shares of the company affordable for small retail investors, the Board of Directors has considered and approved the sub-division of one equity share of the company having a face value of Rs. 10 each into ten equity shares of face value of Re. 1 each. The sub-division of shares is subject to approval of the shareholders and any other statutory and regulatory approvals, as applicable. The Record Date/ Book closure Date for the aforesaid sub-division of the Equity Shares will be fixed by the Board after approval of the shareholders is obtained.

Presently, the Authorized Share Capital of your company is Rs. 11,00,00,000 (Rupees Eleven crores) divided into 1,10,00,000 Equity shares of Rs. 10 each. The issued and paid-up capital of the company as on date of Rs. 10, 66, 52,100/- divided into 10665210/- equity shares of Rs. 10 each.

The sub-division as aforesaid would require consequential amendments to the existing Clause V of the Memorandum of Association of the company as set out in Item Nos. 2 of the Notice respectively.

Accordingly, the Resolutions at Item Nos. 1 & 2 seek approval of the Shareholders for the proposed sub-division of face value of the Equity Shares and the consequent amendments to the existing Clause V of the Memorandum of Association of the company.

The Board of Directors is of the opinion that the aforesaid sub-division of the face value of Equity Shares is in the best interest of the company and the investors and hence recommends passing of the Resolutions at Item Nos. 1 and 2 as Ordinary & Special Resolutions.

A copy of the existing Memorandum of the company along with the proposed draft amendments is available for inspection by any shareholder at the Registered Office of the company between 11.00 A.M. to 1.00 P.M. on all working days (except Saturdays, Sundays and Public Holidays) up to **30th December, 2016**.

None of the Directors, Key Managerial Personnel and their relatives are financially or otherwise concerned with or interested in the resolution at Item Nos. 1 & 2 of the notice except to the extent of their shareholding in the company.

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Place: Mumbai

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By Order of the Board

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SD/-

Darshit Shah

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DIN: 06614591

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Corp. C wing, 5th Floor, Sahar Classique, Opp P& T Colony, Sahar Road, Andheri(East),
Mumbai – 400099

Tel.No.: 022-28897696

E-mail ID:- hindusthansafety@gmail.com, Website:- www.v-ind.com

POSTAL BALLOT FORM

1. Name(s) Registered Address :
of the sole / first named Member
2. Name(s) of the :
Joint Holder(s), If any
3. Registered Folio No./ :
DP ID No/ Client ID No.*(Applicable to investors holding Shares in dematerialized form)
4. Number of Share(s) held :

I/We hereby exercise my/our vote in respect of the below mentioned **Ordinary Resolutions and Special Resolution** to be passed through Postal Ballot for the business stated in the enclosed Notice dated 02nd January, 2017 of the Company by sending my/our assent or dissent to the said Resolution by placing the tick (√) mark at the appropriate box below:

Sl. No.	RESOLUTIONS	No. of Shares	I/We assent to the Resolution (FOR)	I /We dissent to the Resolution (AGAINST)
ORDINARY RESOLUTION:				
ITEM NO 1.	Sub-division of 1 (One) equity share of face value of Rs. 10/- each into 10 (Ten) equity shares of Re. 1/- each			
SPECIAL RESOLUTION				
ITEM No 2.	Alteration of Capital clause of Memorandum of Association of the Company			

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event No.)	User ID	Password

Note: Please read the instructions mention in the Notice of Postal Ballot carefully before exercising your vote.

1. Last date for receipt of Assent/ Dissent Ballot form by Scrutinizer is Wednesday, on or before the close of business hours on 15.02.2017 at 5.00p.m.

Place:
Date:

Signature of the Shareholder

INSTRUCTIONS

1. General Instructions:

- a. There will be one Postal Ballot Form/e-voting for every Client ID No./Folio No., irrespective of the number of joint holders.
- b. Members have option to vote either through Postal Ballot Form or through e-voting. If a member has opted for Physical Postal Ballot, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through both physical postal ballot and e-voting, then vote cast through e-voting shall prevail and vote cast through Physical Postal Ballot shall be considered as invalid.
- c. Voting in the Postal ballot/e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorised representatives with proof of their authorization, as stated below.
- d. The Scrutinizer's decision on the validity of a Postal Ballot Form/E-voting shall be final and binding.

2. Instructions for voting physically by Postal Ballot Form:

- a. A member desirous of exercising his/her Vote by Ballot may complete this Ballot Form and send it to the Scrutinizer, Mr. S.K.Pandey, a Practicing Company Secretary, at Raja Bahadur Building, 1st Floor 45 Tamarind Lane, M.P.Shetty Marg, Fort, Mumbai – 400 001, in the attached self addressed envelope. Postage will be borne and paid by the Company. Further, any envelopes containing postal ballot, if deposited in person or sent by courier at the expense of the Registered Member(s) will also be accepted.
- b. The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
- c. This Form must be completed and signed by the Member, as per specimen signature registered with the Company or Depository Participant, as the case may be. In case of joint holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member.
- d. In respect of shares held by corporate and institutional members (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
- e. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tickmark (✓) in the appropriate column in the Ballot Form. The assent or dissent received in any other form shall not be considered valid.
- f. Members are requested to fill the Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
- g. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours by 5.00 p.m. on Wednesday, 15th February, 2017. All Postal Ballot Forms received after this date will be strictly treated as if no reply has been received from the Member.
- h. A Member may request for a duplicate Postal Ballot Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No.2 (g) above.
- i. Members are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything in the Postal Ballot Form except giving their assent or dissent and putting their signature. If any such other paper is sent, the same will be destroyed by the Scrutinizer.
- j. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.
- k. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e voting period unblock the votes in the presence of at least two (2) witness not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website within two (2) days of passing of the resolutions at the Notice of Postal Ballot of the Company and shall be communicated to the Stock Exchange, where its securities are listed.

3. Process for Members opting for E-Voting:

- l. In case of members receiving the Ballot Form by Post:
User ID and initial password is provided at the bottom of the Ballot Form.
- m. If you are already registered with NSDL for e-voting then you can use existing user ID and password for Login to cast your vote.
- n. In case of any queries, e-voting user manual for shareholders available at the Downloads section on NSDL E-voting website: www.evotingindia.com. you can also send your queries/ grievances relating to e-voting to the e-mail ID: hindusthansafety@gmail.com
- o. The period for e-voting starts on Monday, 16th January, 2017 at 9.00 a.m. and ends on Wednesday 15th February, 2017 at 5.00 p.m.