

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013 and Rules made thereunder)

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 (hereinafter referred to as "the Act"), read with the Companies (Management and Administration) Rules, 2014, (hereinafter referred to as "the Rules") and pursuant to applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended from time to time including any statutory modification or re-enactment thereof for the time being in force, that the resolution appended below is proposed to be passed by the Members as special resolution through Postal Ballot including voting through electronic means ("Remote E-voting").

The Explanatory Statement pursuant to section 102 of the Act, pertaining to the Resolution setting out the material fact concerning item and the reason thereof is annexed hereto along with a Postal Ballot Form for your consideration.

The Board of Director of the Company, at its meeting held on Monday, 27th Day of May, 2019 has appointed Mr. Sandeep Kumar Jain Designated Partner of M/s Arms & Associates LLP (LLPIN no.: AAD-6272), Practicing Company Secretaries (Membership No. FCS 5398, C.P. No. 4151) as the Scrutinizer for conducting the Postal Ballot and Remote E-voting process in a fair and transparent manner.

In compliance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended from time to time and pursuant to the provisions of section 108 of the Act, read with the rules, the company has also extended Physical Postal Ballot or through Remote E-voting. Members desiring to exercise their vote by means of Physical Postal Ballot are requested to carefully read the instructions printed in this Postal Ballot Notice and Postal Ballot Form and return the same duly completed in the enclosed self-addressed postage prepaid Business Reply Envelope. It may also be deposited personally at the address given thereon. Postal Ballot Form(s), if sent by courier or by registered post/speed post at the expense of the Member(s) will also be accepted. For this purpose, the Company has made an arrangement with Bigshare Services Private Limited (the "RTA") for facilitating e-voting, as an alternate for the Members to enable them to cast their votes electronically

The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 5:00 p.m. (IST) on Wednesday, 3rd Day of July, 2019. Postal Ballot Forms received after 5:00 p.m. on Wednesday, 3rd Day of July, 2019 will be treated as invalid.

Members desiring to opt for Remote E-voting are requested to read the instructions in the Notes under the section "Voting through Remote E-voting".

The Scrutinizer will submit his report to the Chairperson or Managing Director of the Company after the completion of scrutiny of postal ballots and e-voting. The results of

voting by means of Postal Ballot (including voting through electronic means) will be announced on or before Friday, 5th Day of July, 2019 at the Registered Office of the Company and also by placing the same on the Company's website: www.rammingmass.com the results will simultaneously be communicated to the Stock Exchanges.

ITEM NO. 1: MIGRATION OF COMPANY FROM SME PLATFORM TO THE MAIN BOARD OF BSE LIMITED

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

"RESOLVED THAT pursuant to the Regulation 106U and other relevant provisions, laid down in Chapter XB of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and other applicable provisions, if any, of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, the consent of the members of the company be and is hereby accorded for purpose of migration of the Company's present listing from BSE SME Platform to the Main Board of BSE Limited.

RESOLVED FURTHER THAT the Directors of the Company and the Company Secretary be and are hereby authorized jointly and/or severally to deal with any Government or semi government authorities or any other concerned intermediaries including but not limited to filing of forms, documents and resolution to Bombay Stock Exchange, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's present listing from BSE SME Platform to the Main Board of BSE Limited.

RESOLVED FURTHER THAT Directors and the Company Secretary of the Company be and are hereby authorized jointly and/or severally to do all such acts and things as may be necessary and expedient to give effect to the above resolution on behalf of the Company."

**For and On behalf of the Board of Directors of
Raghav Productivity Enhancers Limited**

Date: 27.05.2019

Place: Jaipur

**Sd/-
Rajesh Kabra
Managing Director
DIN: 00935200
C-48, Ambabari Vidhyadhar Nagar,
Jaipur- 302023 Rajasthan**

NOTES:

1. The relevant Explanatory Statement pursuant to the provisions of sections 102 and 110 of the Companies Act, 2013 in respect of the aforesaid item set out in the Notice of Postal Ballot is annexed hereto.
2. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members/List of Beneficial Owners as provided by Bigshare Services Private Limited ("RTA") as on Monday, 27th Day of May, 2019 ("cut-off date"). The Postal Ballot Notice is being sent to Members in electronic form to the e-mail IDs registered with their Depository Participant (in case of electronic shareholding)/the Company's Registrar and Share Transfer Agents ("RTA") (in case of physical shareholding). In case of Members whose e-mail ID is not registered, physical copy of Postal Ballot Notice and Form is being sent by permitted mode along with postage pre-paid self-addressed Business Reply Envelope ("BRE").
3. Members whose names appear on the Register of Members/ List of Beneficial Owners as on Monday, 27th Day of May, 2019 ("cut-off date") will be considered for the purpose of voting in proportion to their share in the paid-up Equity Share capital of the Company as on the cut-off date. A person who is not a Member on the cut-off date should treat the Notice for information purposes only. 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, and shall be deemed to have been passed on the last date of voting, i.e. Wednesday, 3rd Day of July, 2019.
4. Members cannot exercise votes by proxy on Postal Ballot
5. Members can opt for only one mode of voting, i.e., either by physical Ballot Form or Remote E-voting. In case Members cast their votes through both the modes, voting done by Remote E-voting shall prevail and votes cast through physical Postal Ballot Form will be treated as invalid.
6. Members who have received this Postal Ballot Notice by e-mail and who wish to vote through physical Postal Ballot or desirous of obtaining a duplicate copy of a Postal Ballot Form may download the Postal Ballot Form attached to the e-mail or from the web-link: "Investor Relations" section on the Company's website: www.rammingmass.com where this Postal Ballot Notice is displayed and send the duly completed and signed Postal Ballot Form so as to reach the Scrutinizer on or before 5:00 p.m. (IST) on Wednesday, 3rd Day of July, 2019. Alternatively, a Member may write to the Company or Bigshare for obtaining a duplicate Form.
7. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Share Transfer Agents/Depository Participant(s) for sending future communication(s) in electronic form.
8. A Member need not use all his/her/its votes nor does he/she/it need to cast all his/her/its votes in the same way.

9. The Board has appointed Mr. Sandeep Kumar Jain Designated Partner of M/s Arms & Associates LLP (LLPIN no.: AAD-6272), Practicing Company Secretaries (Membership No. FCS 5398, C.P. No. 4151) as Scrutinizer to scrutinize votes cast either electronically or through Postal Ballot in a fair and transparent manner. The Results shall be declared at the Corporate Office of the Company and along with the Report of the Scrutinizer shall be placed on the website of the Company viz. www.rammingmass.com on or before Friday, 5th Day of July, 2019 and shall be communicated to BSE Limited where the shares of the Company are listed.
10. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
11. Voting through remote e-voting:
 - I. In compliance with the provision of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the company is pleased to provide members facility of Physical Postal Ballot and the items of business as detailed in this Postal Ballot Notice may be transacted through e-voting services provided by Central Depository Services Limited ("CDSL").
 - II. The e-voting period begins on Tuesday, 4th Day of June, 2019 at 10:00 a.m. and ends on Wednesday, 3rd Day of July, 2019 at 5.00 p.m. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date of Monday, 27th Day of May, 2019, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - III. Relevant documents referred to in this Postal Ballot Notice and the Statement are available for inspection by the members at the Company's registered office during business hours on all working days except Saturday from the date of dispatch of this Postal Ballot Notice till Wednesday, 3rd Day of July, 2019.

Instructions for e-voting are as under:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Tuesday, 4th Day of June, 2019 at 10:00 a.m. and ends on Wednesday, 3rd Day of July, 2019 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, 27th Day of May, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iii) Click on Shareholders.
- (iv) 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) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form 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"> • 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 (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) 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 Rakesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
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"> • 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 (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Raghav Productivity Enhancers Limited on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians:**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com 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 linked in the login should be mailed to 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.

- (xx) 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 or call 1800225533.

Important Communications to Members

MEMBERS WHO HAVE NOT YET REGISTERED THEIR EMAIL ADDRESS ARE REQUESTED TO REGISTER THEIR EMAIL ADDRESS EITHER WITH THE DEPOSITORIES OR WITH THE COMPANY

Those holding shares in demat form can register their email address with their concerned DP. Those shareholders who hold shares in physical form are requested to register their e-mail addresses with our registrar, Bigshare Services Pvt. Ltd, by sending a letter, duly signed by the first/sole holder quoting details of folio number

All queries relating to Share Transfer and allied subjects should be addressed to:

Bigshare Services Private Limited

1st Floor, Bharat Tin Works,
Building, Opp. Vasant Oasis, Makwana Road
Andheri East, Mumbai - 400 072,
Maharashtra, India

**By Order of the Board
For RAGHAV PRODUCTIVITY ENHANCERS LIMITED**

**Sd/-
Rajesh Kabra
Managing Director
DIN: 00935200
C-48, Ambabari Vidhyadhar Nagar,
Jaipur- 302023 Rajasthan**

Corporate Office:

409, A-10 Central Spine, Alankar Plaza
Vidhyadhar Nagar, Jaipur-302023, India
Tel.: +91-141-2235760
Fax: +91-141-2235761
Email: cs@rammingmass.com
Website: www.rammingmass.com

**Date: 27.05.2019
Place: Jaipur**

**EXPLANATORY STATEMENT UNDER SECTIONS 102 AND 110 OF THE COMPANIES ACT,
2013**

ITEM NO. 1

As per SEBI circular dated 18th May, 2010, company with post issue face value capital of Rs. 10 crores or more and upto Rs. 25 crores and listed on SME Exchange can migrate to the Main Board, provided shareholders' approval is obtained in accordance to SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 further procedure laid down thereunder under Chapter XB of same and company meets listing requirements of Stock Exchange on which company is proposed to list. Since the paid up Capital of the company as on date is Rs. 10,05,13,000/- and Company is also listed on SME platform of BSE for more than two Years. i.e. from 13th April, 2016 to till date, in compliance of BSE circular dated 26th November, 2012, Directors are of the view that Migration to main board will act as a catalyst in the growth and expansion of the Company and also will help the shareholders of the Company to enjoy sufficient return from their investments.

Also listing on the Main Board of BSE Limited will take the Company to different league altogether with enhanced recognition and increased participation by retail investors.

The members are therefore requested to accord their approval for the purpose of migration of the Company's present listing from BSE SME Segment to Main Board of BSE Limited as set out in the resolution.

Pursuant to Section 102 of Companies Act, 2013, The Board of Directors of the Company do and hereby confirm that none of its Directors, Key Managerial Personnel and relatives thereof are interested financially or otherwise in the aforesaid resolution.

Hence the aforesaid resolution is placed before the members of the Company for their consent through Postal Ballot (including e-voting) under Section 110 of the Companies Act, 2013. Here special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the resolution amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the resolution.

**For and On behalf of the Board of Directors of
Raghav Productivity Enhancers Limited**

Date: 27.05.2019

Place: Jaipur

**Sd/-
Rajesh Kabra
Managing Director
DIN: 00935200
C-48, Ambabari Vidhyadhar Nagar,
Jaipur- 302023 Rajasthan**

POSTAL BALLOT FORM

1. Name and Registered Address of the sole :
/first named shareholder
2. Name(s) of the joint holder(s), if any :
3. Sequence Number for E-voting :
4. Folio No./DP ID No./Client ID No.* :
(*Applicable to investors holding
shares in dematerialized form)
5. No. of Equity Share(s) held
6. I/We hereby exercise my/our vote (s) in respect of the following Resolution to be passed by means of postal ballot for the business stated in the Postal Ballot Notice dated Monday, 27th Day of May, 2019 issued by the Company, by conveying my/our assent or dissent to the said resolution by placing the tick (√) mark in the appropriate box below:

Sr. No.	Particulars	Number of Equity Share(s) held by me/us	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Migration of company from SME Platform to the Main Board of BSE Limited			

Date:

Place:

Signature of Shareholder

Note:

1. Please read carefully the instructions printed overleaf, before exercising the vote.
2. Last day for the receipt of Postal Ballot Forms by Scrutinizer is Wednesday, 3rd Day of July, 2019 by 5.00 p.m.

INSTRUCTION FOR VOTING IN PHYSICAL FORM

- (i) A Member desiring to exercise voting right by postal ballot may complete the Postal Ballot Form (no other form or photocopy thereof is permitted) and send it in the attached self-addressed Business Reply Envelope, so as to reach the Scrutinizer on or before Wednesday, 3rd Day of July, 2019 (5.00 p.m.). The Postal Ballot Forms received after this date will be treated as if the reply from the Member has not been received.
- (ii) Envelopes containing postal ballots, if sent by courier at the expense of the registered member will also be accepted.
- (iii) The votes should be cast either in favour or against the resolution by putting the tick (√) mark in the column provided for assent or dissent. Postal Ballot Form bearing (√) mark in both the columns will render the form invalid.
- (iv) Incomplete, unsigned or incorrectly filled Postal Ballot Forms will be rejected. Form which is defaced or mutilated in such a way that its identity as a genuine form cannot be established will be treated as invalid. Any amendment to the resolution or imposition of any condition by any member while exercising his vote shall render the postal ballot form invalid.
- (v) The Postal Ballot Form should be completed and signed by the sole/first named Member and in his absence, by the next named Member, as per specimen signature registered with the Company. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the board resolution/authority letter, together with attested specimen signature(s) of the authorized signatory(ies).
- (vi) Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
- (vii) Members are requested not to send any other paper along with Postal Ballot Form in the enclosed self-addressed business reply envelope and any extraneous paper found in the envelope will be destroyed by the Scrutinizer.
- (viii) A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in Point No.(i) above.
- (ix) Any Member, who wants to cast his vote electronically instead of physical Postal Ballot Form, may refer the detailed procedure mentioned in the Notes to the Postal Ballot Notice.
