

**Extra Ordinary General Meeting of the  
Equity Shareholders of Real News & Views Limited**  
(Formerly known as Real Realty Management Company Limited)

**Day** : Friday

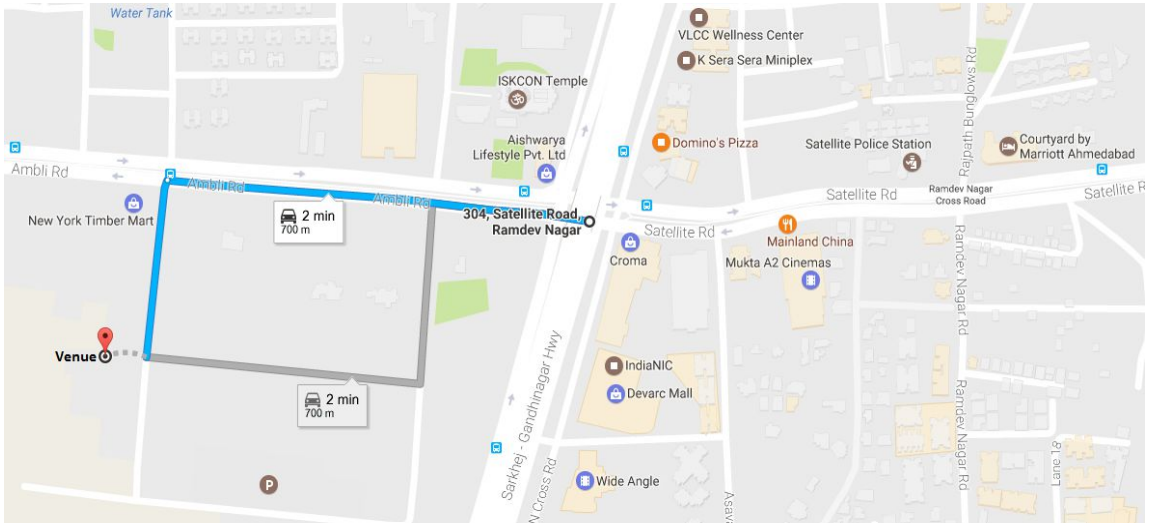
**Date** : 7<sup>th</sup> April, 2017

**Time** : 4:00 P.M.

**Venue** : 4<sup>th</sup> Floor, "Karm" Corporate House, Opp. Vikramnagar, Nr. New york Timber Mart,  
Ambli Bopal Road, Ahmedabad - 380059, Gujarat.

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## Road Map to EOGM Venue



**NOTICE**

Notice is hereby given that an Extra-Ordinary General Meeting of the Members of Real News & Views Limited will be held on Friday, April 7, 2017 at 4:00 P.M. at the registered office of the company to transact the following Business:

**SPECIAL BUSINESS:**

**Appointment of Statutory Auditors to fill casual vacancy.**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution:

**“RESOLVED THAT**, pursuant to the provisions of Section 139 (8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), **M/s. V. D. Shukla & Co.**, Chartered Accountants (Firm Registration No. 110240W) be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. GMCA & Co., Chartered Accountants (Firm Registration No. 109850W).

**RESOLVED FURTHER THAT**, M/s. V. D. Shukla & Co., Chartered Accountants (Firm Registration No. 110240W) be and are hereby appointed as Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the financial year 2016-17 on such remuneration as may be fixed by the Board of Directors in consultation with them.”

**Place: Ahmedabad**  
**Date: 7<sup>th</sup> March, 2017**

**For and on behalf of the Board**

**SD/-**  
**Bhavna N. Ayer**  
**Director**  
**DIN: 02013477**

### **Explanatory Statement as required under Section 102 of the Companies Act, 2013**

M/s. GMCA & Co., Chartered Accountants (Firm Registration No. 109850W) have tendered their resignation from the position of Statutory Auditors due to pre-occupancy, resulting into a casual vacancy in the office of Statutory Auditors of the company as envisaged by section 139 (8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditors can only be filled up by the Company in general meeting. Board proposes that M/s. V. D. Shukla & Co., Chartered Accountants (Firm Registration No. 110240W), be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. GMCA & Co., Chartered Accountants (Firm Registration No. 109850W). M/s. V. D. Shukla & Co., Chartered Accountants (Firm Registration No. 110240W), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

**Place: Ahmedabad**  
**Date: 7<sup>th</sup> March, 2017**

**For and on behalf of the Board**

**SD/-**  
**Bhavna N. Ayer**  
**Director**  
**DIN: 02013477**

#### **NOTES:**

1. Any member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy provided such person shall not act as a proxy for any other person or shareholder.
3. The Proxy form duly completed must reach the Registered Office of the Company not later than forty-eight hours before the time of commencement of the meeting.
4. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. In case of joint holders attending the Meeting, the first holder as per the Register of Members of the Company will be entitled to vote.
5. All documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11:00 a.m. and 1:00 p.m. on any working day except Saturdays and holidays up to the date of Extraordinary General Meeting.
6. Updation of Email Id: The Shareholders are requested to intimate their Email Id to the Company or update their email registered with Depository Participants, if the same is changed.
7. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business of the Notice, is annexed hereto.
8. The Notice of the Extraordinary General Meeting is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice will also be available on the Company's website viz. [www.realrealtyn.in](http://www.realrealtyn.in).
9. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs/ RTA. The registered e-mail address will be used for sending future communications.
10. The route map showing directions to reach the venue of the EGM is annexed and forms part of the Notice.

## 11. Voting through electronic means:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means. The facility of casting votes using an electronic voting system from a place other than the EGM venue ('remote e-voting') will be provided to the members by Central Depository Services (India) Limited (CDSL).

The Company is providing facility for voting by electronic means and the business may be transacted through such electronic voting. The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

### The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on <April 4, 2017, 9:00 a.m.> and ends on <April 6, 2017, 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 (record date) of <March 31, 2017> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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 voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

| <b>For Members holding shares in Demat Form and Physical Form</b> |  |
|---|--|
| PAN   | For demat shareholders: Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department.<br>For physical shareholders, please use the first two letters of your name and the 8 digits of the sequence number in the PAN field.<br>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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. |
| Dividend Bank Details<br><b>OR</b><br>Date of Birth (DOB)         | 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. 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).   |

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach 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.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for <REAL NEWS & VIEWS LIMITED>.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) 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.
- (xix) 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.
- (xx) **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](http://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](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.
- (xxi) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (xxii) Mr. Chintan K. Patel, Partner, M/s. Patel & Associates, Company Secretaries, Ahmedabad has been appointed as the Scrutinizer for conducting the e-voting process.

**REAL NEWS & VIEWS LIMITED**

**(Formerly known as Real Realty Management Company Limited)**

**Regd. Office: 4<sup>th</sup> Floor, "Karm" Corporate House, Opp. Vikramnagar, Nr. New York Timber Mart, Ambli Bopal Road, Ahmedabad - 380059, Gujarat. CIN: L74110GJ1993PLC019930**

**ATTENDANCE SLIP**

Name of the attending Shareholder/Proxy : \_\_\_\_\_  
Shareholder's Folio No./Client ID : \_\_\_\_\_  
No. of Shares held : \_\_\_\_\_

I/We hereby record my/our presence at the Extra Ordinary General Meeting held on Friday, 7<sup>th</sup> April, 2017 at the Registered Office of the Company at 4:00 P.M.

Signature of the Attending Shareholder/Proxy: \_\_\_\_\_

- Notes : 1. Share holder/Proxy holder wishing to attend the meeting must bring the attendance slip to the Meeting and hand it over at the entrance duly signed.
- 2. Share holder/Proxy holder desiring to attend the meeting should bring his/her copy of the Notice for reference at the meeting.

-----Tear Here-----

**REAL NEWS & VIEWS LIMITED**

**(Formerly known as Real Realty Management Company Limited)**

**Regd. Office: 4<sup>th</sup> Floor, "Karm" Corporate House, Opp. Vikramnagar, Nr. New York Timber Mart, Ambli Bopal Road, Ahmedabad - 380059, Gujarat. CIN: L74110GJ1993PLC019930**

**PROXY FORM**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN: L74110GJ1993PLC019930

Name of the company: REAL NEWS & VIEWS LIMITED

Registered office: 4<sup>th</sup> Floor, "Karm" Corporate House, Opp. Vikramnagar, Nr. New York Timber Mart, Ambli Bopal Road, Ahmedabad - 380059, Gujarat.

|                               |                            |
|-------------------------------|----------------------------|
| Name of the member (s): _____ | Folio No/ Client Id: _____ |
| Registered address: _____     | DP ID: _____               |
| _____                         | E-mail Id: _____           |

I/We, \_\_\_\_\_ being the member (s) of ..... shares of the above named Company, hereby appoint

- |                                 |                                 |                  |
|---------------------------------|---------------------------------|------------------|
| 1. Name: _____                  | 2. Name: _____                  | 3. Name: _____   |
| Address: _____                  | Address: _____                  | Address: _____   |
| E-mail Id: _____                | E-mail Id: _____                | E-mail Id: _____ |
| Signature:....., or failing him | Signature:....., or failing him | Signature:.....  |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the company, to be held on the 7<sup>th</sup> day of April, 2017 at 4:00 p.m. at 4<sup>th</sup> Floor, "Karm" Corporate House, Opp. Vikramnagar, Nr. New York Timber Mart, Ambli Bopal Road, Ahmedabad - 380059, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated in the notice.

Signed this \_\_\_\_ day of \_\_\_\_ 2017

Signature \_\_\_\_\_

Signature of Proxy Holder(s) \_\_\_\_\_

|         |
|---------|
| Affix   |
| Revenue |
| Stamp   |

**Notes:**

- 1. Proxy need not be a member.
- 2. Alterations, if any made in the form of proxy should be initialled;
- 3. Proxy must be deposited at the Registered Office of Real News & Views Limited not later than 48 hours before the time for holding the meeting.
- 4. In case of multiple proxies, proxy later in time shall be accepted.
- 5. A form of appointment naming a proxy and a list of individuals who would be willing to act as Proxies will be made available on receipt of request in writing to the Company.

To,

*If undelivered please return to:*

**REAL NEWS & VIEWS LIMITED**

(Formerly known as Real Realty Management Company Limited)

4<sup>th</sup> Floor, "Karm" Corporate House, Opp. Vikramnagar,

Nr. New york Timber Mart, Ambli Bopal Road,

Ahmedabad - 380059, Gujarat, India.