

## NOTICE

**Notice** is hereby given that the **Thirty Second Annual General Meeting** of Nikhil Adhesives Limited will be held on Friday the 28th September, 2018 at 11.00 a.m. at **The Andheri Recreation Club, Dadabhai Road, Opposite Bhavans College Road, Andheri (West) Mumbai -400058** to transact the following business:

### ORDINARY BUSINESS

- 1) To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon.
- 2) To declare dividend for the financial year ended 31<sup>st</sup> March 2018.
- 3) To appoint a director in place of Mr. Tarak J. Sanghvi (DIN 00519403), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
- 4) Ratification of Appointment of Auditors:  
To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s. PHD & Associates, Chartered Accountants, (Firm Registration Number: 111236W) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Thirty Third AGM of the Company to be held in the year 2019, to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

### SPECIAL BUSINESS

- 5) **To consider and pass the following Resolution as an Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable provisions if any, consent of members of the Company be and is hereby accorded for continuation of Directorship of Mr. Madhusudan M. Vora who were reappointed as Independent Directors of the Company for a period of 5 years at the 28th Annual General Meeting of the Company held on 27<sup>th</sup> September 2014 till conclusion of 33<sup>rd</sup> Annual General Meeting by way of ordinary resolutions and who have attained the age of 75 years for the remaining period of their existing term of Directorship as Independent Directors of the Company.”

**“RESOLVED FURTHER THAT** any of the Directors of the Board of the Company be and is hereby authorized either severally or jointly to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution.”

- 6) **To consider and pass the following Resolution as an Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable provisions if any, consent of members of the Company be and is hereby accorded for continuation of Directorship of Mr. H.S. Kamath who were reappointed as Independent Directors of the Company for a period of 5 years at the 28th Annual General Meeting of the Company held on 27<sup>th</sup> September 2014 till conclusion of 33<sup>rd</sup> Annual General Meeting by way of ordinary resolutions and who have attained the age of 75 years for the remaining period of their existing term of Directorship as Independent Directors of the Company.”

**“RESOLVED FURTHER THAT** any of the Directors of the Board of the Company be and is hereby authorized either severally or jointly to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution.”

7) **To consider and pass the following resolution as an Ordinary Resolution.**

**“RESOLVED THAT** pursuant to provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Rules framed there under, as amended from time to time and such other permissions as may be necessary, the payment of remuneration of ` 50,000/- (Rupees Fifty Thousand) with applicable Goods And Services Tax plus reimbursement of out of pocket expenses at actual to Messrs B. F. Modi & Associates, Cost Accountants(Firm Registration No:10064) who were appointed by the Board of Directors of the Company as “Cost Auditors” to conduct the audit of the cost records maintained by the Company in accordance with the Companies (Cost Records and Audit) Rules, 2014, as amended, for the financial year ending 31stMarch, 2019, be and is hereby ratified and approved.

**“RESOLVED FURTHER THAT** any of the Directors of the Board of the Company be and is hereby authorized either severally or jointly to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution.”

**NOTES:**

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument of proxy, in order to be effective, must be deposited at the Registered Office of the Company duly completed and signed not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.  
A person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- 2) The statement, pursuant to Section 102(1) of the Act in respect of Special Business at Item No. 5,6 and 7 forms part of this notice. Additional information, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard - 2 issued by Institute of Company Secretaries of India as notified by the Central Government on general meetings in respect of Directors seeking appointment or reappointment at the Annual General Meeting is furnished as Annexure to the notice.
- 3) Members who hold shares in dematerialized form are requested to bring their Client ID and DPID numbers for easy identification for attendance at the meeting.
  - a. The Register of Members and the Share Transfer Books of the company will remain closed from 20th September, 2018 to 28th September, 2018 (both days inclusive).
- 4) The Register of Members and the Share Transfer Books of the company will remain closed from 20th September, 2018 to 28th September, 2018 (both days inclusive).The dividend on equity shares as recommended by the Board of Directors, if declared, will be payable to those Equity Shareholders whose names stand on the Register of Members of the Company on 28th September 2018 and in respect of shares held in the electronic form, the dividend will be payable to the beneficial owners as per details furnished by the Depositories for this purpose.
- 5) Members are requested to notify immediately any change of address
  - a) To their Depository Participants (DPs) in respect of their electronic share accounts, and
  - b) To the company's Registrars, M/S Sharex Dynamic (India) Pvt. Ltd. in respect of their physical shares, if any, quoting their folio numbers.
- 6) Members may avail the facility of nomination by nominating a person to whom their shares in the Company shall vest in the event of death. The prescribed form can be obtained from the Company's Registrar and Share Transfer Agent.
- 7) Shareholders desiring any information relating to the accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.

- 8) All unclaimed dividends upto and including the year 2008-09 have been transferred to the credit of Investor Education and Protection Fund (the Fund) established by the Central Government. In respect of unclaimed dividend for the Year 2009-10 an amount of Rs. 1,13,569 which was required to be transferred to the Investor Education and Protection Fund by the Company in October, 2017, is pending transfer. The management is taking necessary steps to comply with transfer of the said amount to the Fund. Shareholders are hereby informed that pursuant to Section 125 of the Act, the Company will be obliged to transfer to the credit of the said Fund any money lying in the Unpaid Dividend Accounts remaining unclaimed for a period of seven years from the dates they became first due for payment. In accordance with provisions of the said Section, no claim shall lie against the Company or the Fund in respect of individual amounts of dividend. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the website of the Company [www.nikhiladhesives.com](http://www.nikhiladhesives.com) and on the website of the Ministry of Corporate Affairs.
- In respect of unclaimed dividend for the Year 2009-10, an amount of Rs. 1,13,569 which was required to be transferred to the Investor Education and Protection Fund by the Company in October, 2017, is pending transfer. The management is taking necessary steps to comply with transfer of the said amount to the Fund.
- 9) 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 / Sharex Dynamic (India) Pvt. Ltd.
- 10) The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in Corporate Governance” allowing paperless compliances by Companies through electronic mode. Companies are now permitted to send various notices/documents to its members through electronic mode to the registered e- mail addresses of members. Members holding shares in dematerialized form are requested to register their e- mail ID with their Depository Participants and members holding shares in physical form are requested to register their e-mail ID with Registrar and Share Transfer Agents of the Company i.e. Sharex Dynamic (India) Pvt. Ltd.
- 11) Voting through Electronic means :
- In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide members, the facility to exercise their right to vote at the Thirty Second Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):

**The instruction for members for voting electronically is as under:**

- (i) The voting period begins on Tuesday, 25th September, 2018 (09:00 am) and ends on the Thursday, 27th September, 2018 (5:00 pm). 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 Friday the 21st September, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on Shareholders/ Members
- (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 had logged on to www.evotingindia.com 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:

	<b>For member holding shares in demat form and physical form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by income tax department (Applicable for both demat shareholder as well as physical shareholder)
	<ul style="list-style-type: none"> <li>• Member who have not updated their PAN with the company/ depository participant are requested to use the first two letter of their name and 8 digit of the sequence number (refer serial no. printed on the name and address sticker/Ballot form/mail) in PAN field</li> <li>• In case the sequence number is less than 8 digit enter the applicable number of 0's before the number after the first two character of the name in CAPITAL letter. E.g. if your name is Ramesh Kumar with serial number 1 then enter RA0000001 in the PAN field.</li> </ul>
Dividend bank Details OR Date of Birth (DOB)	Enter the dividend Bank Details or Date of Birth (in dd/mm/yy format) as recorded in your demat account or in the company records in order to login. <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(iv).</li> </ul>

- (viii) After entering this 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) Select on the EVSN (ELECTRONIC VOTING SEQUENCE NUMBER) of NIKHIL ADHESIVES LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against 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, if 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 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
- (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 shareholder and custodian:
  - (a) 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 corporate.

- (b) A scanned copy of the registration Form bearing the stamp and sign of the entity should be emailed to [heldesk.evoting@cdslindia.com](mailto:heldesk.evoting@cdslindia.com).
- (c) After receiving the log in details a compliance user should be created using the admin login and password. The compliance user should be able to link the account (s) for which they wish to vote on.
- (d) The list of account 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.
- (e) 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.
- (f) In case you have any queries or issues regarding e-voting you may refer the Frequently Asked Questions ("FAQ") 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)

#### **Other General Instructions:**

- 1) The facility for voting through ballot will also be made available at the AGM, and member or their proxies attending the AGM who have NOT cast their vote by remote e-voting, will be able to vote at the AGM.
- 2) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of the Friday, 21st September, 2018
- 3) Mr. Dharmesh Zaveri, Practicing Company Secretary & Proprietor M/s D. M. Zaveri & Co., has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner & voting by ballot at the AGM in a fair & transparent manner.
- 4) The scrutinizer shall, immediately after the conclusion of voting at the AGM, count the vote cast at the AGM and thereafter unblock the vote cast through remote e-voting in the presence of at least two witnesses not in the employment of the company. The scrutinizer shall submit a consolidated scrutinizer's report of the total vote cast in favour of or against the resolutions, not later than two days after the conclusion of the AGM to the chairman of the company, who shall counter sign the same. The chairman will declare the result of voting within two days after the conclusion of the AGM.
- 5) The result declared along with the scrutinizer report shall be placed on the company's website [www.nikhiladhesives.com](http://www.nikhiladhesives.com). The result will also be communicated to the stock exchange where the shares of the company are listed.
- 6) Subject to receipt of the requisite number of vote, the resolution shall be deemed to have been passed on the date of AGM i.e. the 28th September, 2018.
- 7) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 6.00 pm) on all working days, up to and including the date of the AGM of the Company.
- 8) Persons who have acquired the shares of the company after the dispatch of Annual Report and are members as on 21st September, 2018 (being record date for the purpose of voting), may send a request for obtaining their User ID and Password to [sharexindia@vsnl.com](mailto:sharexindia@vsnl.com) or contact Sharex Dynamic (India) Private Limited on 022- 28515606/28515644.



**ANNEXURE TO NOTICE****Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

**Item No. 5 and 6**

Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 notified on May 9, 2018 prescribes that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect.

Mr. M. M. Vora and Mr. H. S. Kamath who were reappointed as an Independent Directors of the Company at the 28th Annual General Meeting of the Company held on 27th September, 2014 for a period of five years by way of ordinary resolution have attained the age of 75 years.

In view of the said provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, NR Committee discussed the matter and recommended the continuation of Directorship of the above Independent Directors for the remaining period of their term.

Mr. M. M. Vora is a Businessman with rich experience of forty five years in the business areas in manufacturing of original spare part for automobile, he possesses rich skill and experience in the field of administration and general business management.

Mr. H. S. Kamath Technical Expertise in production / process control and quality management, he retired from Chairman of heavy water board Govt. of India and he is conversant with the Company's business, industry and other areas relating to the Company.

The above mentioned Independent Directors are experts in their respective fields and their experience and valuable guidance is beneficial to the Company.

The Board based on the recommendation of NR Committee and considering benefits of the expertise of the aforesaid independent Directors, has recommended the resolution for approval of shareholders by way of special resolution.

Except the above Directors, none of the other Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

**Item No. 7**

Messrs B. F. Modi & Associates, Cost Accountants, (Firm Registration No-10064) were appointed as Cost Auditors for the year ending 31st March, 2019 by the Board of Directors on the recommendation of the Audit Committee at a remuneration of ₹50,000/- Goods And Services Tax as applicable thereon and reimbursement of traveling and other incidental expenses that maybe incurred for the purpose to audit the cost records maintained by the Company in accordance with the Companies (Cost Records and Audit) Rules, as amended.

As per Rule 14 of the Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditors as approved by the Board has to be ratified subsequently by the Members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 7 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2019.

None of the Directors/Key Managerial Personnel of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 7 of the Notice.

**Disclosure required pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 of ICSI**

<b>Name of the Director</b>	<b>Mr. Tarak J. Sanghavi</b>	<b>Mr. M. M. Vora</b>	<b>Mr. H. S. Kamath</b>
Director Identification Number	00519403	00245427	02628018
Date of Birth/Age	02.10.1962	22.03.1939	10.06.1942
Date of Appointment	Since Inception	03.02.2003	15.02.2004
Status	Whole time Director	Non Executive, Independent Director	Non Executive, Independent Director
Qualification	B. Com	B.Com	B.E. Mechanical
Expertise in specific functional type	Market Analysis & Commercial Management	Businessman	Technical Expertise in production / process control and quality management
Terms and Conditions of Appointment / Reappointment	Re-appointment on retiring by rotation	As per explanatory statement item No. 5 & 6	As per explanatory statement item No. 5 & 6
Directorship of Other Companies	None	None	None
Chairman/Member in the Committees of the Boards of companies	None	<b>Chairman:</b> Nomination and Remuneration Committee - Nikhil Adhesives Ltd.  <b>Member:</b> Audit Committee- Nikhil Adhesives Ltd.	<b>Chairman:</b> None  <b>Member:</b> Audit Committee- Nikhil Adhesives Ltd.
Shareholding (No. of Shares)	1,12,490	15,371	700
Disclosure of relationships between directors inter se	Mr. Rajendra J. Sanghavi & Mr. Umesh J. Sanghavi are brothers of Mr. Tarak J. Sanghavi	-	-

**Registered Office:**  
315, The Summit Business Bay,  
Behind Gurunank Petrol Pump,  
Opp. Cinemax, Andheri Kurla Road,  
Andheri (E), Mumbai - 400093  
Date: 30<sup>th</sup> May, 2018

**By order of the Board of Directors**

**Umesh J. Sanghavi**  
Managing Director

**NIKHIL ADHESIVES LIMITED**

Corporate Identity Number (CIN) – L51900MH1986PLC041062  
Registered Office: 315, The Summit Business Bay, Behind Gurunank Petrol Pump, Opp. Cinemax,  
Andheri Kurla Road, Andheri (East), Mumbai - 400093  
Tel. No. +91-022 26835864/26836558 Fax No. 26840750.Website: www.nikhiladhesives.com

**ATTENDANCE SLIP**

**32<sup>nd</sup> ANNUAL GENERAL MEETING ON FRIDAY, 28<sup>th</sup> SEPTEMBER, 2018 AT 11.00 A.M.**

At The Andheri Recreation Club, Dadabhai Road, Opposite Bhavans College Road,  
Andheri (W) Mumbai -400058

<b>Folio No. :</b>	<b>DP ID No. :</b>	<b>Client ID No. :</b>
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I/We hereby record my/our presence at the 32<sup>nd</sup> Annual General Meeting of the company held on Friday, the 28th September, 2018, at 11.00 a.m. at The Andheri Recreation Club, Dadabhai Road, Opposite Bhavans College Road, Andheri (West), Mumbai -400058.

<b>Name of the Member:</b>	<b>Signature</b>
<b>Name of the Proxy holder:</b>	<b>Signature</b>

- Notes:** 1. Only Member/ Proxy holder can attend the Meeting  
2. Please complete the Folio No. /DP ID No., Client ID No. and name of the Member/ Proxy holder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting hall.  
3. A Member/ Proxy holder attending the meeting should bring copy of Annual Report for reference at the Meeting.

**NIKHIL ADHESIVES LIMITED**

Corporate Identity Number (CIN) – L51900MH1986PLC041062  
Registered Office: 315, The Summit Business Bay, Behind Gurunank Petrol Pump, Opp. Cinemax,  
Andheri Kurla Road, Andheri (East), Mumbai - 400093  
Tel. No. 91/2226835864/26836558 Fax No. 26840750.Website: www.nikhiladhesives.com

**PROXY FORM**

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

Name of the Member(s):
Registered Address:
Email ID:
Folio No./DP-Client ID:

I/We being the member(s) of NIKHIL ADHESIVES LTD. holding: \_\_\_\_\_Share, hereby appoint :

- Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him
- Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him
- Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_

As my/our proxy to attend and vote (on poll) for me/us on my/our behalf at the 32<sup>nd</sup> Annual General Meeting of the Company to be held on Friday, the 28<sup>th</sup> September, 2018, at 11.00 a.m., at The Andheri Recreation Club, Dadabhai Road, Opposite Bhavans College Road, Andheri (West), Mumbai -400058. And at any adjournment thereof in respect of such resolution as are indicated below:



Sr. No	Resolutions
1	Adoption of statement of Profit and Loss, Balance Sheet, Cash Flow Statement, Report of Board of Directors and Auditors for the year ended 31st March 2018
2	Declare dividend for the financial year ended 31st March 2018.
3	Re-appointment of Mr. T. J. Sanghavi (DIN 00519403) who retires by rotation.
4	Ratification of Appointment of Auditors.
5	Approval for continuation of Directorship of Mr. M. M. Vora who have attained the age of 75 years, for the remaining period of their existing term of directorship as Independent Directors of the Company
6	Approval for continuation of Directorship of Mr. H. S. Kamath who have attained the age of 75 years, for the remaining period of their existing term of directorship as Independent Directors of the Company
7	Appointment of Cost Auditors and fixing their remuneration.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signed of the shareholder \_\_\_\_\_

Signature of Proxy Holder \_\_\_\_\_

Affix Re.1.00  Revenue stamp
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**Note:**

1. This Form in order to be effective should be duly completed and deposited as the Registered office of the company at 315, The Summit Business Bay, Behind Gurunank Petrol Pump, Opp. Cinemax, Andheri Kurla Road, Andheri (East), Mumbai - 400093, not less than 48 hours before the commencement of the meeting.
2. A proxy need not be a member of the company.
3. For the Resolution, Explanatory Statement and Notes, Please refer to the Notice of the 32<sup>nd</sup> ANNUAL REPORT of the company.

