

| THURSDAY | AUGUST 28 | 2014


KOTHARI
PRODUCTS LIMITED

Regd. Office : "Pan Parag House", 24/19, The Mall, Kanpur (U.P.) 208 001

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CIN : L16008UP1983PLC006254

**NOTICE OF ANNUAL GENERAL MEETING, BOOK CLOSURE
 AND E-VOTING INFORMATION**

NOTICE is hereby given that the Thirtieth Annual General Meeting of the members of the Company is scheduled to be held on Friday, 19th September, 2014 at 11:30 A.M. at Hotel Vijay Intercontinental, 10/510, Khalasi Line, Tilak Nagar, Near Rave-3, Kanpur to transact the Businesses mentioned in the Notice convening the aforesaid meeting.

The Company has completed the dispatch of the Annual Report containing Notice of the aforesaid meeting along with the Audited Accounts (both Standalone and Consolidated) for the financial year ended 31st March, 2014 and the Reports of the Auditors' and Directors', to the members individually to their respective registered addresses by prescribed modes and electronically to those members who have registered their e-mail addresses with the Depository Participant / Registrar and Share Transfer Agents of the Company. The Annual Report and other communications sent electronically have been displayed on the Company's website www.kothariproducs.in and shall also be available for inspection by the members at the Registered Office of the Company on all working days except Sundays and Public holidays between 11:00 A.M. and 1:00 P.M. upto the date of this meeting.

Notice is further given pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 that the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 12th September, 2014 to Friday, 19th September, 2014 (both days inclusive) for the purpose of payment of dividend @ Rs.6 (Six) per Equity Share of Rs.10/- each fully paid-up of the Company, if declared, at the ensuing Annual General Meeting of the Company. Dividend on Equity Shares for the year ended 31st March, 2014, if declared at the AGM, will be credited/dispatched between Wednesday, 24th September, 2014 to Tuesday, 30th September, 2014 :-

- To those members, holding Equity Shares in physical form, whose names appear on the Company's Register of Members, at the close of Business Hours on Thursday, 11th September, 2014 after giving effect to all valid transfers in physical form lodged on or before Thursday, 11th September, 2014 with the Company and/or its Registrar and Share Transfer Agent; and
- In respect of shares held in electronic form, to all beneficial owners as at the end of the aforesaid date, as per details furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members with the facility to exercise their right to vote by electronic means on all the resolutions set forth in the notice of the AGM. The Company has engaged the services of NSDL to provide the electronic voting (e-voting) facility to the members of the Company. The details pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder are as below:-

- Date of Completion of sending of notices : Monday, August 25, 2014
- Date and Time of Commencement of e-voting : Saturday, September 13, 2014 at 09:00 A.M.
- Date and Time of end of e-voting : Monday, September 15, 2014 at 06:00 P.M.
- Voting through electronic means shall not be allowed beyond 06:00 P.M. on Monday 15th September, 2014.
- During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 8th August, 2014 may cast their vote electronically.
- The notice of the 30th AGM of the Company is available on the Company's website www.kothariproducs.in and on www.evoting.nsdl.com. For electronic voting instructions, members may go through the instructions provided on the e-voting form forming integral part of the notice of the AGM sent to all the shareholders. In case of queries/grievances connected with e-voting, members may refer to FAQs and e-voting users manual for shareholders available at the download section of www.evoting.nsdl.com or contact Mr. Rajeev Ranjan at rajeevr@nsdl.co.in or Telephone No. 022-24994738/ 022-24994600.

The result of e-voting shall be announced on or after the 30th AGM of the Company. The results declared alongwith the Scrutiniser's Report shall be placed on the Company's website www.kothariproducs.in and on www.evoting.nsdl.com for information of the members, besides being communicated to the stock exchanges.

A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the Proxy, in order to be valid and effective, should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

for KOTHARI PRODUCTS LTD.

Sd/-

(RAJ KUMAR GUPTA)

CS & COMPLIANCE OFFICER

Date : 26.08.2014

Place : Kanpur

