



# KOTHARI PRODUCTS LIMITED

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website: <http://www.kothariproducs.in>

CIN No. L16008UP1983PLC006254

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

NOTICE is hereby given that the Thirty First Annual General Meeting of the members of the Company is scheduled to be held on Thursday, 24th September, 2015 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 meeting along with the Audited Accounts (both Standalone and Consolidated) for the financial year ended 31st March, 2015 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](http://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 Thursday, 17th September, 2015 to Thursday, 24th September, 2015 (both days inclusive) for the purpose of payment of dividend @ Rs.6.50 (Rs.Six & Paisa Fifty) 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, 2015, if declared at the AGM, will be credited/dispatched between Tuesday, 29th September, 2015 to Monday, 5th October, 2015 :-

- 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 Wednesday, 16th September, 2015 after giving effect to all valid transfers in physical form lodged on or before Wednesday, 16th September, 2015 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 thereunder are as below:-

- Date of Completion of sending of notices : August, 31, 2015
- Date and Time of Commencement of e-voting : Monday, September 21, 2015 at 09:00 A.M.
- Date and Time of end of e-voting : Wednesday, September 23, 2015 at 05:00 P.M.
- Voting through electronic means shall not be allowed beyond 05:00 P.M. on Wednesday 23rd September, 2015.
- During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th September, 2015 may cast their vote electronically. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may obtain the user ID and Password by sending a request at [e-voting@nsdl.co.in](mailto:e-voting@nsdl.co.in) or [info@kothariproducs.in](mailto:info@kothariproducs.in). 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 have forgotten your password, you can reset your password by using "Forgot User Details / Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no. 1800-222-990.
- A person whose name is recorded in the Register of Members or in the Register of Beneficial owners maintained by the Depository as on the cut-off date only, shall be entitled to avail facility of E-voting or voting at the AGM through Ballot Paper.
- The facility for voting through Ballot paper also shall be made available at the AGM.
- The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again at the AGM.
- The notice of the 31st AGM of the Company is available on the Company's website [www.kothariproducs.in](http://www.kothariproducs.in) and on [www.evoting.nsdl.com](http://www.evoting.nsdl.com). For electronic voting instructions, members may go through the instructions provided at the back of 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](http://www.evoting.nsdl.com) or contact Mr. Rajeev Ranjan at [rajeevr@nsdl.co.in](mailto:rajeevr@nsdl.co.in) or Telephone No. 022-24994738/022-24994600.

The result of e-voting shall be announced on or after the 31st AGM of the Company. The results declared alongwith the Scrutiniser's Report shall be placed on the Company's website [www.kothariproducs.in](http://www.kothariproducs.in) and on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) within 3 days of the 31st AGM of the Company 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 LIMITED**

Sd/-

(RAJ KUMAR GUPTA)

CS & COMPLIANCE OFFICER

Place : Kanpur

Date : 31 August, 2015