

RALLIS INDIA LIMITED

Corporate Identity No. L36992MH1948PLC014083

Regd. Office 156/157 15th Floor Nariman Bhavan

227 Nariman Point Mumbai 400 021

Tel 91 22 6665 2700 Fax 91 22 6665 2827

Email ID: investor_relations@rallis.co.in

Website www.rallis.co.in

NOTICE

NOTICE is hereby given that the Sixty-sixth Annual General Meeting of the Members of Rallis India Limited will be held at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai 400 020, on Monday, 30th June, 2014 at 3.00 p.m.

The Notice of the Meeting and the Explanatory Statement along with the Balance Sheet and Statement of Profit & Loss, Report of the Board of Directors and the Auditors' Report for the year ended 31st March, 2014 have been mailed separately to all the Members of the Company at their registered addresses and the dispatch of the same has been completed on 5th June, 2014.

Members are hereby informed that 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, Rallis India Limited (Rallis) is providing to the Members the facility to exercise their right to vote at the 66th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Ltd. (NSDL). The instructions for e-voting are given in the Notice of the AGM.

For the benefit of Members who do not have access to e-voting facility, a Ballot Form has been sent along with the Notice of the Annual General Meeting, to enable them to send their assent or dissent by post. Detailed instructions on voting through post are given on the reverse of the Ballot Form.

A copy of the AGM Notice and ballot form along with the other documents can also be had free of charge from the Registered Office of Rallis. The same are also available on the website of Rallis at www.rallis.co.in.

The e-voting period commences on 22nd June, 2014 (9.00 a.m) and ends on 24th June, 2014 (6.00 p.m). The e-voting module shall be disabled by NSDL for voting thereafter and Members will not be allowed to vote electronically beyond the said date.

The period for voting by physical ballot commenced on 6th June, 2014 and will end on 23rd June, 2014 at 5.00 p.m. Duly completed and signed ballot forms should reach the Scrutinizer not later than the close of working hours (5.00 p.m.) on 23rd June, 2014. Ballot Forms received after 23rd June, 2014 will be strictly treated as if the reply from the Members has not been received. A Member may request for a duplicate Ballot Form, if so required.

The Board of Directors of Rallis has appointed Mr. N. L. Bhatia, Practising Company Secretary, as scrutinizer for conducting the e-voting and ballot process in a fair and transparent manner.

The results of the e-voting/ voting by ballot shall be declared on or after the AGM of the Company. The Results declared, along with the Scrutinizer's Report, shall be published in newspapers, placed on the Company's website www.rallis.co.in and communicated to the Stock Exchanges where the Company is listed.

Any query or grievance connected with the e-voting/ voting by ballot may be addressed to Mrs. P. S. Meherhomji, Company Secretary of the Company. Her email id is pmehermomji@rallis.co.in.

BY ORDER OF THE BOARD OF DIRECTORS

Place : Mumbai

Date : 7th June, 2014

P. S. MEHERHOMJI
COMPANY SECRETARY

NOTE: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.