

# RALLIS INDIA LIMITED

Corporate Identity No. L36992MH1948PLC014083

Regd. Office 156/157 15th Floor Nariman Bhavan

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## NOTICE

NOTICE is hereby given that the Sixty-seventh Annual General Meeting (AGM) of the Members of Rallis India Limited will be held at Walchand Hirachand Hall, 4<sup>th</sup> Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai 400 020, on Monday, 29<sup>th</sup> June, 2015 at 3.00 p.m.

The Notice of the Meeting and the Explanatory Statement along with the Audited Standalone and Consolidated Financial Statements, Report of the Board of Directors and the Auditors' Report for the financial year ended 31<sup>st</sup> March, 2015 has been sent on 2<sup>nd</sup> June, 2015 electronically to those Members whose email addresses are registered with the Company/ Depository Participant for communication purposes. For Members who have not registered their email addresses or have requested for hard copies, the Annual Report has been sent at their registered address by Speed Post/ Registered Post and the dispatch of the same has been completed on 2<sup>nd</sup> June, 2015.

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, as amended from time to time, and Clause 35B of the Listing Agreement, Rallis India Limited (Rallis) is providing to the Members the facility to exercise their right to vote at the 67<sup>th</sup> AGM by electronic means and the business may be transacted through the e-voting services (remote e-voting) provided by National Securities Depository Ltd. (NSDL).

For the benefit of Members who do not have access to e-voting facility, a Ballot Form is being sent along with the Notice of the AGM, to enable them to send their assent or dissent by post. Members may send the duly completed and signed Ballot Forms so as to reach the Scrutinizer at the Registered Office of the Company not later than **Thursday, 25<sup>th</sup> June, 2015 (5.00 pm)**. Ballot Forms received after this date will be treated as invalid. Detailed instructions on voting through post are given on the reverse of the Ballot Form. A Member may request for a duplicate Ballot Form, if so required.

The instructions for e-voting are given in the Notice of the AGM. Members are requested to note the following:

- a) The remote e-voting will commence on **Thursday, 25<sup>th</sup> June, 2015 at 9.00 am** and will end on **Sunday, 28<sup>th</sup> June, 2015 at 5.00 pm**. 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 and time.
- b) The voting rights of the shareholders (for voting through remote e-voting or through Ballot Form or by Poll paper at the Meeting) shall be in proportion to their share of the paid-up equity share capital of the Company as on **22<sup>nd</sup> June, 2015 ("Cut-Off Date")**. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, voting through Ballot Form as well as voting at the AGM.
- c) Any person who acquires Shares of the Company and become a Member of the Company after the dispatch of the AGM Notice and holds shares as on the cut-off date, i.e. 22<sup>nd</sup> June, 2015, may obtain the login Id and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or may contact on toll free number provided by NSDL:1800-222-990.
- d) Facility of voting through Poll paper shall also be made available at the Meeting. Members attending the Meeting, who have not already cast their vote by remote e-voting or through Ballot Form shall be able to exercise their right at the Meeting.
- e) Members who have cast their vote by remote e-voting or through Ballot Form prior to the Meeting may also attend the Meeting, but shall not be entitled to vote again at the AGM.

A copy of the AGM Notice is available on the website of the Company at [www.rallis.co.in](http://www.rallis.co.in). A copy of the AGM Notice is also available on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Mr. N. L. Bhatia, Practicing Company Secretary (Membership No.1176) has been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process as well as voting through post and through ballot paper at the Meeting, in a fair and transparent manner.

The results of the remote e-voting, votes received through post and votes cast at the AGM shall be declared not later than two days from the conclusion of the Meeting. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website [www.rallis.co.in](http://www.rallis.co.in) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after their declaration, and communicated to the Stock Exchanges where the Company is listed, viz. BSE Ltd. and National Stock Exchange of India Ltd.

If any Member wishes to get a printed copy of the Annual Report, the Company will send the same, free of cost, upon receipt of request from the Member.

Any query or grievance connected with the remote e-voting or voting through ballot paper may be addressed to Mrs. P. S. Meherhomji, Company Secretary of the Company, at 2<sup>nd</sup> Floor, Sharda Terraces, Plot No. 65, Sector 11, CBD Belapur, Navi Mumbai 400 614, Tel. No.: 91 22 6776 1657, Fax No.: 91 22 6776 1775, Email: [pmeherhomji@rallis.co.in](mailto:pmeherhomji@rallis.co.in)

**BY ORDER OF THE BOARD OF DIRECTORS**

Place : Mumbai

Date : 4<sup>th</sup> June, 2015

**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.**