



SUDITI INDUSTRIES LIMITED

CIN: L19101MH1991PLC063245

Factory: C-253/254, MIDC, TTC Industrial Area, Pawne Village, Navi Mumbai – 400 705.

Tel: 67368600/10 Fax: 27683465 E-mail: cs@suditi.in Website: www.suditi.in

Regd. Office: A-2, Shah & Nahar Indl. Estate, Unit No.23/26, Lower Parel, Mumbai – 400 013.

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

1. The Notice is hereby given that the Twenty Fifth Annual General Meeting (AGM) of the Members of the Company will be held on Friday the 30th September, 2016 at 3.30 p.m. at Walchand Hirachand Hall, 4th Floor, Lalji Naranji Memorial Indian Merchants' Chamber Building Trust (IMC Bldg.), Churchgate, Mumbai – 400 020 to transact the Ordinary and Special Business, as set out in the Notice of AGM.
2. Physical copies of the Notice of AGM and Annual Report for 2015-16 have been sent to all the members at their registered address in the permitted mode. In addition to this the same has been also sent through electronic mode to those shareholders who have registered their email ids with RTA/Company. The same is also available on the Company's website www.suditi.in. The dispatch of Notice of AGM & Annual Report (2015-16) has been completed on 01/09/2016.
3. In terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended, the Company is offering remote e-voting facility to its members. Members holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2016, may cast their vote electronically on the Ordinary and Special Business as set out in the Notice of AGM through electronic voting system of Central Depository Services (India) Limited (CDSL) from a place other than venue of AGM ("remote e-voting"). All the members are informed that:
 - i. The Ordinary and the Special Business as set out in the Notice of AGM may be transacted through voting by electronic means;
 - ii. The remote e-voting shall commence on Tuesday the 27th September, 2016 (9.00 a.m. Indian Standard Time);
 - iii. The remote e-voting shall end on Thursday the 29th September, 2016 (5.00 p.m. Indian Standard Time). The remote e-voting shall not be allowed beyond 5.00 p.m. on 29th September, 2016;
 - iv. The cut-off date for determining the eligibility to vote by electronic means or at the AGM is 23rd September, 2016;
 - v. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. 23rd September, 2016, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if a person is already registered with CDSL for e-voting then existing user ID and password can be used for casting vote.
 - vi. Members may note that:
 - a) The remote e-voting module shall be disabled by CDSL after the aforesaid date and time for voting and once the vote on the resolution is cast by the member, the member shall not be allowed to change it subsequently;
 - b) The facility for voting through ballot paper shall be made available at the AGM;
 - c) 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; and
 - d) 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 as well as voting at the AGM through ballot paper.
 - vii. The Notice of AGM is available on the Company's website www.suditi.in.
 - viii. In case of queries, members may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members at the Downloads Section of www.evotingindia.com or call on toll free no.18002005533 or contact Mr. Anand Tirodkar/Mr. Ankit Bandivadekar, Central Depository Services (India) Limited (CDSL), 17th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 at the designated email ID: helpdesk.evoting@cdslindia.com or at Tel: 022-22723333 Fax: 022-22723199 who will also address the grievances connected with the voting by electronic means. Members may also write to the Company Secretary at email ID cs@suditi.in or the Registered Office address.
4. Notice is also given pursuant to Section 91 of the Companies Act, 2013 that the Register of Members and the Share Transfer books of the Company will remain closed from Friday the 23rd September, 2016 to Friday the 30th September, 2016 (both days inclusive) for annual closing and determining the entitlement of the shareholders to the dividend for 2015-16, if approved at the AGM.
5. For any queries members may also contact Register & Share Transfer Agents at the following address: Sharex Dynamic (India) Pvt. Ltd., Unit-1, Luthra Industrial Premises, 1st Floor, 44-E, M VasANJI Marg, Andheri-Kurla Road, Safed Pool, Andheri East, Mumbai - 400 072. Tel: 28515606/28515644. E-mail: investor@sharexindia.com.

By order of the Board
For **SUDITI INDUSTRIES LIMITED**
Sd/-
H.Gopalkrishnan
Company Secretary
& V.P. (Finance)

Place: Mumbai
Date: 02.09.2016