

# Notice

NOTICE is hereby given that the 69<sup>th</sup> Annual General Meeting of the Members of KOKUYO CAMLIN LIMITED, will be held on Friday, the 29<sup>th</sup> July, 2016 at 3.00 p.m. at Walchand Hirachand Hall, IMC Building, Indian Merchants Chamber Marg, Churchgate, Mumbai – 400 020, to transact the following business:

#### **ORDINARY BUSINESS:**

- To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31<sup>st</sup> March, 2016 and the Reports of the Directors and Auditors thereon.
- To appoint a Director in place of Mr. Takeo Iguchi (DIN 03599826), who retires by rotation and being eligible offers himself for re-appointment.
- 3. To appoint a Director in place of Mr. Yasushi Inoue (DIN 06838399), who retires by rotation and being eligible offers himself for re-appointment.
- To consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, M/s. B. K. Khare & Co., Chartered Accountants, (Firm Registration No. 105102W) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General meeting of the Company at such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors, in addition to the reimbursement of service tax and actual out-of-pocket expenses incurred in connection with the audit of accounts of the Company.

#### **SPECIAL BUSINESS:**

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as a Special Resolution:

**RESOLVED THAT** pursuant to the provisions of Section 94, other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in supersession of all earlier resolutions passed in this regard, consent of the members of the Company be and is hereby accorded for maintenance of the Register and Index of Members, Register and Index of Debenture holders and copies of all Annual Returns under Section 92 of the Companies Act, 2013 together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, at the office of M/s. Link Intime India Private Limited, having its registered office at C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400 078, the Company's Registrar and Transfer Agent, or at such other place within Mumbai, where the Registrar and Transfer Agent may shift its office from time to time.



**RESOLVED FURTHER THAT** any one of the Wholetime Directors of the Company and / or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution and to delegate all or any of the powers or authorities herein conferred by this resolution, to any Director(s) or to any other official of the Company or any other officer(s)/ authorized representative(s) of the Company or to engage any advisor, consultant, agent or intermediary.

#### By Order of the Board

Regd. Office:	Ravindra V. Damle
Kokuyo Camlin Limited	Vice President
CIN :L24223MH1946PLC005434	(Corporate) &
48/2, Hilton House,	Company Secretary
Central Road, M.I.D.C,	
Andheri (East),	
MUMBAI-400 093.	
Dated: 12 <sup>th</sup> May, 2016.	

#### NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than 10% of total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company

carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for another person or shareholder.

- Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- 4. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 in respect of the business referred to under Item No. 5 is annexed hereto.
- 5. The Register of Members and Share Transfer books will remain closed from 25<sup>th</sup> July, 2016 to 29<sup>th</sup> July, 2016 (both days inclusive).
- Members holding Shares in physical form are requested to communicate any change in address, immediately to the Company's Registrars and Share Transfer (R&T) Agents, M/s. Link Intime India Private Limited.
- 7. In compliance with Sections 205A, 205C of the Companies Act, 1956, (which are still applicable as the relevant Section under the Companies Act, 2013 is yet to be notified) unclaimed dividend for the year ended 31<sup>st</sup> March, 2008, has been transferred to the "Investor Education and Protection Fund" established by the Central Government. (Members shall not be able to register their claims in respect of their unencashed dividend with regard to the above dividend).
- 8. Members who have not encashed their dividend warrants for the financial year ended 31<sup>st</sup> March, 2009 and thereafter, may



immediately approach the R&T Agent and submit their claim for the said dividend. The amount of dividend remaining unclaimed for a period of 7 years shall be transferred to the "Investors Education and Protection Fund" as per provisions of Section 205C of the Companies Act, 1956. It may also be noted that once the unclaimed dividend is transferred to the Fund, as above, no claim shall lie in respect thereof.

As per the provisions of Investor Education and Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has placed on its website (www.kokuyocamlin.com) the information on dividend which remains unclaimed with the Company for the financial year ended 31<sup>st</sup> March, 2009 and thereafter. The information is also available on the website of the Ministry of Corporate Affairs (www.mca.gov. in).

- As per regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), details in respect of the Directors seeking appointment or reappointment at the Annual General Meeting forms integral part of the notice and is given in the Corporate Governance Report.
- 10. The Company in compliance with regulation 39 (4) of the Listing Regulations has sent three reminder to the members in respect of shares which are lying unclaimed with the Company. The Company is in the process of transferring unclaimed share certificates of those members who have not claimed their shares, to unclaimed suspense account.
- Any Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her queries to the

Company atleast seven working days prior to the meeting, so that the required information can be made available at the meeting.

- Members, who hold Shares in dematerialised form, are requested to bring their Client ID and DP. ID. Nos. for easy identification of attendance at the meeting.
- 13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the R&T agent.
- 14. In Compliance with provisions of Section 108 of the Companies Act, 2013, and the rules framed thereunder and regulation 44 of the Listing Regulations, the members are provided with the facility to cast their votes electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this notice. In order to enable its members, who do not have the access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this notice, the Company is enclosing a ballot form with the notice. Instructions for voting through ballot and e-voting are given in the said forms. Resolution(s) passed by the members through ballot forms/ e-voting is/ are deemed to have been passed as if they have been passed at the AGM.
- 15. The facility for voting through Ballot paper shall be made available at the AGM and the members attending the meeting, who have not cast their vote by remote e-voting or ballot form shall be able to exercise their right at the meeting through ballot paper. The members



who have cast their vote by remote e-voting or ballot form prior to the AGM may also attend the AGM but shall not be entitled to cast their vote.

16. The Annual Report 2015-16 along with the Notice is being sent by electronic mode to those members whose email addresses are registered with the depository participants / Company's Registrar and Share Transfer Agent unless any member has specifically requested for a physical copy of the same. For members who have not registered their email addresses, physical copies are been sent in the permitted mode. Further, even after registering for e-communication, members are entitled to receive such communication in physical form, upon making request for the same by post free of cost.

17. The Annual Report 2015-16 and Notice of the 69<sup>th</sup> Annual General Meeting of the Company circulated to the Members of the Company's website www.kokuyocamlin.com and also on the website of the respective Stock Exchanges at www.bseindia.com and www.nseindia.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for Inspection during normal business hours on any working days upto the date of AGM. For any communication the members may also send request to the company's investor relations email Id: investorrelations@kokuyocamlin.com.



## ANNEXURE FORMING PART OF THE NOTICE

(Explanatory Statement pursuant to Section 102 of the Companies Act, 2013)

#### **SPECIAL BUSINESS:**

#### ITEM NO. 5:

The Company had appointed M/s. Sharepro Services (India) Private Limited ("Sharepro") as its Registrar and Transfer Agent (hereinafter referred to as "**R&T Agent**") with effect from 1<sup>st</sup> October, 1995.

SEBI on receiving a complaint from one of the listed entity on irregularities at Sharepro, conducted an inspection at their office and *inter alia* observed that dividend and shares belonging to rightful investors were transferred to the persons related to the management of Sharepro. In view of the above, SEBI passed an interim order against them on 22<sup>nd</sup> March, 2016 restraining Sharepro from buying, selling or dealing in the Securities market or associating itself with the Securities market.

Pusuant to the aforesaid Order of the SEBI and with a view to protect the interests of the shareholders, the Board of Directors of the Company at its meeting held on 12<sup>th</sup> May, 2016, had approved the termination of Sharepro as the Company's R&T Agent and the appointment of M/s Link Intime India Private Limited, having its registered office at C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400 078, as the R&T Agent of the Company with effect from 13<sup>th</sup> May, 2016.

In accordance with Section 94 and other applicable provisions of the Companies Act, 2013 ("**Act**") read with the rules framed thereunder, the

Register and Index of Members Register and Index of Debenture holders, and copies of all Annual Returns under Section 92 of the Act are required to be kept and maintained at the Registered Office of the Company, unless a special resolution is passed in a General Meeting authorizing keeping of the register at any other place within the city, town or village in which the Registered Office is situated. The Company accordingly seeks the approval of the members to maintain the Register and Index of Members and Returns at the offices of M/s Link Intime India Private Limited, having its registered office at C-13, Pannalal Silk Mills Compound , LBS Marg, Bhandup (West), Mumbai 400 078 or at such other place within Mumbai, with effect from 13th May, 2016.

None of the Directors/Key Managerial Personnel's (KMPs) of the Company and their relatives are concerned or interested in the resolution.

The Board recommends passing of the resolution set out at item 5, as a special resolution.

By Order of the Board

RAVINDRA V. DAMLE Vice President (Corporate) & Company Secretary

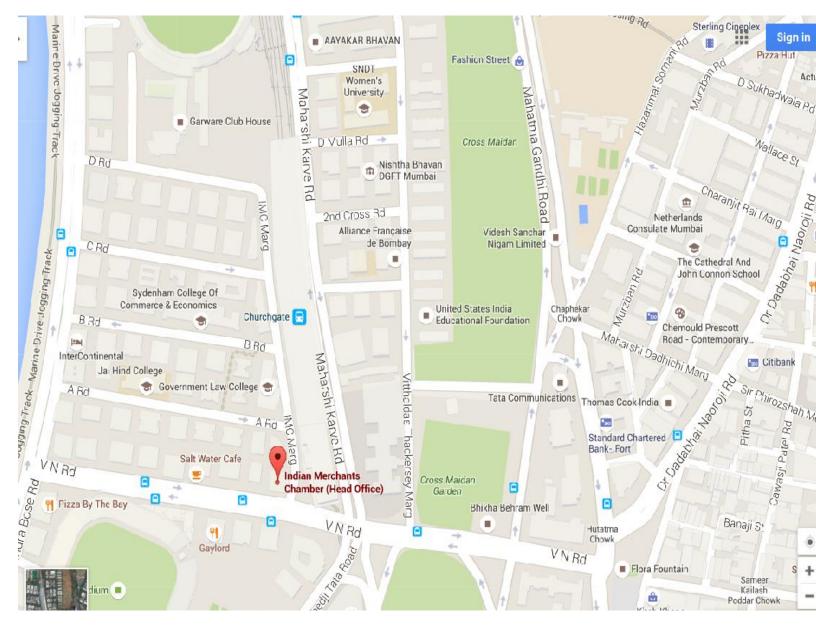
#### Regd. Office:

Kokuyo Camlin Limited CIN :L24223MH1946PLC005434 48/2, Hilton House, Central Road, M.I.D.C, Andheri (East), MUMBAI-400 093. Dated: 12<sup>th</sup> May, 2016.

# Venue of the Annual General Meeting of

# Kokuyo Camlin Limited scheduled on

# 29<sup>th</sup> July 2016 at 3.00 PM





**KOKUYO CAMLIN LIMITED** 

CIN: L24223MH1946PLC005434

Regd. Office: 48/2, Hilton House, Central Road, MIDC, Andheri (E), Mumbai – 400 093 E-mail: investorrelations@kokuyocamlin.com website www.kokuyocamlin.com Tel: 022-6655 7000 Fax: 022-28366579

#### [Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	E-mail id:	
Registered Address:	Folio No./ Client Id/ DP Id	

I/We, being the member(s) of \_\_\_\_\_\_ shares of the above named company, hereby appoint:

Name:	_ Email:
Address:	Signature : or failing him / her
Name:	_ Email:
Address:	Signature : or failing him / her
Name:	_ Email:
Address:	Signature :

as my/our proxy to attend and vote (on a poll) for me / us and on my /our behalf at the 69<sup>th</sup> Annual General Meeting of the Company, to be held on Friday the 29<sup>th</sup> July, 2016 at 3.00 p.m. at Walchand Hirachand Hall, IMC Building, Indian Merchants Chamber Marg, Churchgate, Mumbai – 400 020, Maharashtra, India and at any adjournment thereof in respect of the following resolutions:

Sr. No	Resolutions		
ORDINA	ORDINARY BUSINESS		
1.	Adoption of financial statements (including audited consolidated financial statements) for the financial year ended 31 <sup>st</sup> March, 2016 and Report of Board of Directors and Auditors thereon.		
2.	Re-appointment of Mr. Takeo Iguchi (DIN: 03599826), as Director who retires by rotation.		
3.	Re-appointment of Mr. Yasushi Inoue (DIN: 06838399), as Director who retires by rotation.		
4.	Appointment of M/s. B. K. Khare & Co., Chartered Accountants, (FRN. 105102W) as Statutory Auditors and fixing their remuneration.		
SPECIA	SPECIAL BUSINESS		
Special Resolution			
5.	Keeping Registers and Returns at the place of M/s. Link Intime India Private limited (Registrar and Transfer Agent).		

Signed this \_\_\_\_\_\_ day of \_\_\_\_\_ 2016.

Affix Revenue stamp of ₹ 1/-

Signature of the member

Signature of the proxy holder(s)

#### Notes:

- 1. This form, in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
- 2. A person can act as Proxy on behalf of Members upto and not exceeding 50 and holding in the aggregate not more than 10% of share capital of the Company. Further, a Member holding more than 10% of the total share capital of the Company carrying voting rights, may appoint single person as Proxy and such person shall not act as Proxy for any other person or Member.
- 3. Appointing a Proxy does not prevent a member from attending the meeting in person if he/she so wishes.



#### **KOKUYO CAMLIN LIMITED**

CIN: L24223MH1946PLC005434

Regd. Office: 48/2, Hilton House, Central Road, MIDC, Andheri (E), Mumbai – 400 093 E-mail: investorrelations@kokuyocamlin.com website www.kokuyocamlin.com Tel: 022-6655 7000 Fax: 022-283665799

## **ATTENDANCE SLIP**

## 69TH ANNUAL GENERAL MEETING ON 29<sup>TH</sup> JULY, 2016

Sr No. :

Registered Folio No./ DP ID/Client ID Name and address of the Member(s)

Joint Holder 1

Joint Holder 2

No. of Shares

I / We hereby record my / our presence at the 69<sup>th</sup> Annual General Meeting of the Company held at Walchand Hirachand Hall, IMC Building, Indian Merchants Chamber Marg, Churchgate, Mumbai 400 020, on Friday, 29<sup>th</sup> July, 2016 at 3.00 pm.

Member's Folio/DP ID/Client ID No. Member's/Proxy's n		Member's/Proxy's Signature
	(in Block Letters)	

#### Note:

1. Please fill in the Folio/DP ID-Client ID No., name and sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.

#### **ELECTRONIC VOTING PARTICULARS**

Electronic Voting Event Number (EVEN)	User ID	Password

- Notes: 1) Please read the instructions for e-voting given along with Annual Report. The voting period starts from, 26<sup>th</sup> July, 2016 (9:00 am) and ends on 28<sup>th</sup> July, 2016 (5:00 pm). The voting module shall be disabled by NSDL for voting thereafter.
  - 2) Please Bring The Above Attendance Slip To The Meeting Hall.

#### PROCESS AND MANNER FOR AVAILING E-VOTING FACILITY

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, the business to be transacted at the 69<sup>th</sup> Annual General Meeting of the Company to be held on Friday, the 29<sup>th</sup> July, 2016 at 3.00 p.m. may be transacted through electronic voting system and the Company is providing facility for voting by electronic means. The Company has engaged the Services of National Securities Depository Limited ("NSDL") to provide e-voting facilities. The e-voting facility is available at the link http://www.evoting.nsdl.com

During the e-voting period members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date i.e. 22<sup>nd</sup> July, 2016, may cast their votes by remote e-voting. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

Any person who acquires shares of the Company and becomes member of the Company after dispatch of the notice of AGM and holding shares as on the cut-off date i.e. 22<sup>nd</sup> July, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing used 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.

Please read the instructions given below before exercising the vote.

These details and instructions form integral part of the Notice for the 69th Annual General Meeting to be held on Friday, 29th July, 2016.

#### **INSTRUCTIONS FOR E-VOTING**

- a) User Id and Password for e-voting is provided in the table given on the face of this instruction Slip to E-voting facility. Please note that the Password is an Initial Password.
- b) Launch the internet browser by typing the following https://www.evoting.nsdl.com
- c) Click on "Shareholder-Login".
- d) Put User ID and Password noted in step (a) above as the Initial Password. Click login: if you are already registered with NSDL for e-voting then you can use your existing User ID and Password for Login.
- e) If you are logging in for the first time, Password change Menu appears. Change the Password of your choice with minimum 8 digit/ characters or a combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting Platform. It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential.
- f) Home page of E "e-voting" opens. Click on "e-voting": Active Voting Cycles.
- g) Select "EVEN (E-voting Event Number)" of Kokuyo Camlin Limited. For an EVEN, you can login any number of times on e-voting platform of NSDL till you have voted on the resolution during the voting period.
- h) Now you are ready for "e-voting" as "Cast Vote" page opens.
- i) Cast your vote by selecting appropriate option and click "Submit" and also "Confirm" when prompted.
- j) Upon confirmation, the message "Voting Cast Successfully" will be displayed.
- k) Kindly not that vote once casted cannot be modified.
- I) Institutional members (i.e. member other that individuals, HUF, NRIs, etc.) are also required to send scanned copy (PDF/JPG format) of the relevant board resolution/authority letter, etc. together with the attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at: info@jhranade.associates with a copy marked to evoting@nsdl.co.in.
- m) In case of any queries you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the "downloads" section of https://www.evoting.nsdl.com or contact NSDL by e-mail at evoting@nsdl.co.in.
- n) You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
- o) The voting rights of the Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut off date.
- p) Mr. J. H. Ranade, Practicing Company Secretary (FCS No. 4317, CP No. 2520) of M/s. J. H. Ranade & Associates has been appointed as the Scrutinizer to scrutinize e-voting process in a fair and transparent manner.
- q) The Scrutinizer shall, within a period not exceeding three (3) working days form the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- r) The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's report shall be placed on the Company's website www.kokuyocamlin.com and on the website of NSDL within three (3) working days of passing of the resolutions at the AGM of the Company and the same will also be communicated to the Stock Exchanges.
- s) For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

#### Link Intime India Pvt. Ltd.

C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup West, Mumbai – 400 078 Tel.: 91-22-2594-6970 Fax: 91-22-2594 6969 Email id: rnt.helpdesk@linkintime.co.in Registered Office and Communication details of the Company: **M/s. Kokuyo Camlin Limited** Regd. Office: 48/2, Hilton House, Central Road, M.I.D.C., Andheri (East), Mumbai – 400 093



#### **KOKUYO CAMLIN LIMITED**

CIN: L24223MH1946PLC005434

Regd. Office: 48/2, Hilton House, Central Road, MIDC, Andheri (E), Mumbai – 400 093 E-mail: investorrelations@kokuyocamlin.com website www.kokuyocamlin.com Tel: 022-6655 7000 Fax: 022-283665799

# **BALLOT FORM**

(in lieu of e-voting)

Sr No. :

Name of Sole/first named member

Address

Name(s) of Joint Holder(s), if any

Registered Folio No. /

DP ID No. / Client ID No.

Number of shares held

I/we hereby exercise my/our vote(s) in respect of the resolutions set out in the notice dated 12<sup>th</sup> May, 2016 of the 69<sup>th</sup> Annual General Meeting of the Company to be held on 29<sup>th</sup> July, 2016, by sending my/our assent or dissent to the said resolutions by placing tick mark (✓) at the appropriate box below:

Sr. No.	Resolutions	No. of Shares	For I/we assent to the resolution	Against I/we dissent to the resolution
Ordinc	ary Business			
1.	Adoption of financial statements (including audited consolidated financial statements) for the financial year ended 31 <sup>st</sup> March, 2016 and Report of Board of Directors and Auditors thereon.			
2.	Re-appointment of Mr. Takeo Iguchi (DIN: 03599826), as Director who retires by rotation.			
3.	Re-appointment of Mr. Yasushi Inoue (DIN: 06838399), as Director who retires by rotation.			
4.	Appointment of M/s. B. K. Khare & Co., Chartered Accountants, (FRN. 105102W) as Statutory Auditors and fixing their remuneration.			
Specie	al Business			-
Specie	al Resolution			
5.	Keeping Register and Returns at the place of M/s. Link Intime India Pvt. Ltd. (Registrar and Transfer Agent).			

Place:

Date:

Signature of Members

Note: Kindly read the instructions printed overleaf before filing the form. Valid Forms received by the scrutinizer by 5:00 p.m on Thursday, 28<sup>th</sup> July, 2016 shall be considered.

# **INSTRUCTIONS**

- 1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
- 2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

#### Process and manner for Members opting to vote by using the Ballot Form.

- 1. Mr. J.H. Ranade, Practicing Company Secretary (Membership No. 4317 CP No. 2520) of M/s. J.H.Ranade & Associates, has been appointed as the scrutinizer to scrutinize the voting process (electronically or otherwise) in a fair and transparent manner.
- 2. The Form should be signed by the Members as per the specimen signature registered with the Depositories/Registrar and Transfer Agent. In case of joint holding, the Form should be completed and signed by the first named Member and in his/ her absence, by the next named joint holder. Exercise of vote by Ballot is not permitted through proxy.
- 3. In case the shares are held by corporate and institutional members (companies, trusts, societies etc.), the duly completed ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/Authorisation letter, with the specimen signature(s) of the authorized signatory (ies).
- 4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot Form.
- 5. The voting rights of members shall be in proportion of the share held by them in the paid up equity share capital of the Company as on 22<sup>rd</sup> July, 2016 and as per the Register of Members of the Company.
- 6. Duly completed Ballot Form should reach the Scrutinizer not later than 28<sup>th</sup> July, 2016 (5.00 p.m.). Ballot form received after 28<sup>th</sup> July, 2016 will be strictly treated as if the reply from the Members has not been received.
- 7. A member may request for a duplicate Ballot Form, if so required. However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified under instruction No. 6 above.
- 8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
- 9. The decision of the Scrutinizer on the validity of the Ballot Form shall be final.
- 10. The results declared alongwith Scrutinizer's report, shall be placed on the Company's website www.kokuyocamlin.com and on the website of the National Securities Depository Limited (NSDL) within three days of the passing of the Resolutions at the AGM of the Company on 29<sup>th</sup> July, 2016 and communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.