



Notice

NOTICE is hereby given that the 72nd Annual General Meeting of the Members of Kokuyo Camlin Limited, will be held on Thursday the 8th August, 2019 at 3.00 p.m. at Walchand Hirachand Hall, IMC Building, Indian Merchants Chamber Marg, Churchgate, Mumbai – 400020, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2019 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Nobuchika Doi (DIN : 03599835), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Takeo Iguchi (DIN : 03599826), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. 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 Section 188 (1)(f) and 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) hereinafter referred to as “Act” and Regulation 23 and other applicable provisions

of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Audit Committee and Remuneration and Nomination Committee, the consent of the members of the Company be and is hereby accorded for the continuation of the appointment of Ms. Aditi D. Dighe, who is a relative of Mr. Dilip D. Dandekar, Chairman & Executive Director of the Company, as General Manager (Marketing), to hold an office or place of profit in the Company with effect from 1st April, 2019, at such revised remuneration and on the terms and conditions, as per the Explanatory Statement attached to this notice, with liberty to the Board of Directors to vary, amend or revise the remuneration in accordance with the provisions of the Act and other applicable regulations.

RESOLVED LASTLY THAT anyone of the Directors namely, Mr. Shriram S. Dandekar, Vice-Chairman & Executive Director or Mr. Nobuchika Doi, Executive Director or Mr. Ravindra V. Damle, Vice President (Corporate) & Company Secretary be and are hereby severally authorised to take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution.”

Regd. Office:

Kokuyo Camlin Limited
CIN: L24223MH1946PLC005434
48/2, Hilton House,
Central Road, M.I.D.C.,
Andheri (East),
Mumbai-400 093.
Dated: 8th May, 2019

By Order of the Board

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

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.
2. 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.
3. Corporate Members intending to send their authorised 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 authorising 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. 4 is annexed hereto.
5. The Register of Members and Share Transfer Books will remain closed from 5th August, 2019 to 8th August, 2019 (both days inclusive).
6. Members holding shares in physical form are requested to communicate any change in address immediately to Company's Registrars and Share Transfer (R&T) Agents M/s Link Intime India Private Limited.
7. In compliance with Section 125 of the Companies Act, 2013 the unclaimed dividend for the year ended 31st March, 2011, has been transferred to the "Investor Education and Protection Fund" (IEPF) established by the Central Government. Members are requested to claim the said unpaid dividend by making an application to IEPF Authority in Form IEPF-5 available on www.iepf.gov.in.
8. In compliance with Section 124 (6) of the Companies Act, 2013 the shares in respect of which dividend was unclaimed for a period of seven years or more have been transferred in the name of "Investor Education and Protection Fund" (IEPF) established by the Central Government. Members may claim the said shares and unpaid dividend by making an application to IEPF Authority in Form IEPF-5 available on www.iepf.gov.in.
9. As per the provisions of Investor Education and Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2014, 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 31st March, 2009 and thereafter. The information is also available on the website of the Ministry of Corporate Affairs (www.mca.gov.in)
10. As per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 details in respect of the Directors seeking re-appointment at the Annual General Meeting forms integral part of the notice.
11. 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 at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
12. 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. Accordingly, members holding shares in electronic form are requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company/ R&T Agent.
14. In compliance with the 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. 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 1st August, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. 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 if they have been passed at the AGM.





Notes: (Contd.)

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 2018-19 along with the Notice is being sent by electronic mode to those members whose email addresses are registered with the depository participants/ Company's R&T Agent unless any member has specifically requested for a physical copy 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 2018-19 along with Notice of the 72nd AGM of the Company circulated to the Members of the Company will be made available on 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 day 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.
- Regd. Office:**
Kokuyo Camlin Limited
CIN :L24223MH1946PLC005434
48/2, Hilton House,
Central Road, M.I.D.C.,
Andheri (East),
Mumbai-400 093.
Dated: 8th May, 2019

By Order of the Board

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

Profile of Directors seeking Re-Appointment at the ensuing Annual General Meeting

Name	Nobuchika Doi	Takeo Iguchi
Designation	Executive Director	Executive Director
Director Identification Number	03599835	03599826
Age	52 years	50 years
Date of first Appointment on the Board	19th October, 2011	19th October, 2011
Experience in Specific Functional Area	Business Strategy & Marketing, Planning, Research & Development, Production Technology and Distribution Management of Stationery Products	Production, Planning and Control in the stationery business
Qualifications	Bachelor of Economics	Bachelors of Arts
Terms and Conditions of Re- appointment	Liable to retire by rotation	Liable to retire by rotation
Details of remuneration sought to be paid	Not Applicable	Not Applicable
Last drawn remuneration	₹ 87.78 Lakhs	₹ 89.12 Lakhs
Relationship with other Directors and Key Managerial Personnel	Nil	Nil
Directorship in other Companies	Kokuyo Riddhi Paper Products Private Limited	Kokuyo Riddhi Paper Products Private Limited
Chairman/Member in the Committees of the Boards of other Listed companies	Nil	Nil
No. of Shares held in the Company	Nil	Nil
Number of meetings of the Board attended during the year	4	4



Annexure Forming Part of The Notice

Explanatory Statement

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 4:

Pursuant to the provisions of Section 188(1) of the Companies Act, 2013 read with Rule 15 (3) (b) of the Companies (Meetings of Board and It's Powers) Rules, 2014 hereinafter referred to as 'Act' that govern the related party transactions, it is necessary to obtain prior approval of the members for appointment of related party to any office or place of profit in the Company at the monthly remuneration exceeding two and a half lakh rupees.

Ms. Aditi D. Dighe was appointed as 'Brand Manager' (Colour Group) with effect from 1st September, 2006 by the members of the Company at the 59th Annual General Meeting held on 25th August, 2006. She was further appointed as General Manager (Marketing) with revised remuneration by the members of the Company at 63rd Annual General Meeting held on 29th June, 2010.

Ms. Aditi D. Dighe, Bachelor in Fine Arts (Mumbai University), Master in Communication Studies (Pune University) and Master in Fine Arts (San Francisco University, USA) has been actively involved in Marketing of Office & Scholastic, and Fine Art products. She has also marketed and publicized various promotional campaigns viz Camlin Art Foundation (CAF) and All India Camel Colour Contest (AICC).

Ms. Aditi D. Dighe is entitled to an annual increment as given to other regular employees of the Company. Taking into consideration her contributions towards the growth of the Company, her longer association with the Company is much needed. In order to retain her services, your Directors have approved, subject to the approval of members, the continuation of her employment with the Company with the increased remuneration, comparable more or less with the remuneration drawn by any other employee of the same category in the Company. Ms. Aditi Dighe is daughter of Mr. Dilip D. Dandekar, Chairman & Executive Director of the Company, hence, the continuation of the aforesaid appointment will be deemed to be holding an office or place of profit by a relative of a director within the meaning of Section 188 of the Companies Act, 2013, and accordingly the approval of the members by an ordinary resolution is being sought in terms of the requirements of the Act and the rules made there under in view of her proposed remuneration exceeding ₹ 2.50 Lakhs per month. The continuation of her appointment at an increased remuneration is duly recommended, by the Remuneration and Nomination Committee, Audit Committee and the Board of Directors at their Meeting held on 6th May, 2019 and

8th May, 2019 respectively, on the following terms and conditions which have been placed before the members of the Company for their consideration and approval viz.:

- 1) Salary: Comprising of fixed and maximum variable salary not exceeding ₹ 32,08,731/- (Rupees Thirty Two Lakhs Eight Thousand Seven Hundred Thirty One only) per annum and be broken into various components as per HR policy of the Company (including retirement benefits), with a provision for increase in salary of not more than 15% per annum over the previous year and to be decided by Remuneration and Nomination Committee and the Audit Committee.
- 2) Perquisites and other benefits: In addition to the above, she shall be entitled to other perquisites and benefits in accordance with the rules of the Company such as car with driver, petrol expenses, maintainance expenses etc. The monetary value of such perquisites to be determined in accordance with the Income Tax Rules, 1962, not exceeding ₹ 3.00 Lakhs per annum with a provision for increase of not more than 15% per annum over the previous year and to be decided by Remuneration and Nomination Committee and the Audit Committee.
- 3) She shall also be entitled to Leave Encashment at the end of the tenure as per Company's policy.

The Board shall have the authority from time to time to make applicable to Ms. Aditi Dighe such revisions in the aforesaid salary scale or grade together with revisions in such allowances, benefits, amenities, facilities and other perquisites as are introduced from time to time in respect of employees of the Company in equivalent salary scale or grade; and to promote her to any higher position/ designation or salary scale or grade in due course together with such allowances.

None of the Directors/ Key Managerial Personnel (KMP) of the Company and their relatives other than Mr. Dilip D. Dandekar and his relatives are concerned or interested in the resolution.

Directors recommend the Ordinary resolution at Item No. 4 for your approval.

Regd. Office:

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CIN :L24223MH1946PLC005434
48/2, Hilton House,
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Andheri (East), Mumbai-400 093.
Dated: 8th May, 2019

By Order of the Board

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

Route Map to the Venue of the AGM



AGM Venue of Kokuyo Camlin Limited
Walchand Hirachand Hall,
IMC Building, Indian Merchants Chamber Marg,
Churchgate, Mumbai – 400 020

**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 72nd Annual General Meeting of the Company, to be held on Thursday the 8th August, 2019 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
Ordinary Business:	
Ordinary Resolution:	
1	Adoption of financial statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2019 and Report of Board of Directors and Auditors thereon.
2	Re-appointment of Mr. Nobuchika Doi (DIN : 03599835), as Director who retires by rotation.
3	Re-appointment of Mr. Takeo Iguchi (DIN : 03599826), as Director who retires by rotation.
Special Business:	
Ordinary Resolution	
4	Increase in Remuneration payable to Related Party Ms. Aditi D. Dighe, General Manager (Marketing) holding office or place of profit.

Signed this _____ day of _____, 2019.

Affix Revenue
Stamp of
Re. 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.





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Tel : 022-6655 7000; **Fax:** 022-28366579

ATTENDANCE SLIP

72ND ANNUAL GENERAL MEETING ON THURSDAY, 8TH AUGUST, 2019

Sr. No. :	
Name and Registered Address of the sole / First named member	
Name(s) of the Joint member(s), if any	
Registered Folio No. /DP ID No.*/Client ID No.* (*Applicable to Investors holding Shares in Demat Form)	
Number of Shares held	

I / We hereby record my / our presence at the 72nd Annual General Meeting of the Company held at Walchand Hirachand Hall, IMC Building, Indian Merchants Chamber Marg, Churchgate, Mumbai – 400 020

Member's Folio/DP ID/Client ID No.

Member's/Proxy's name
(in Block Letters)

Member's/Proxy's Signature

Note :

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

(EVEN) Electronic Voting Event Number	User ID	Password
110940		

Notes :

1. Please read the instructions for e-voting given along with Annual Report. The voting period starts from 5th August, 2019, (9.00 a.m.) and ends on 7th August, 2019 (5.00 p.m.). The voting module shall be disabled by NSDL for voting thereafter.
2. Please bring the above Attendance Slip to the Meeting Hall.

INSTRUCTIONS FOR E-VOTING

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID
	For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company
	For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@jhrasso.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in



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Tel : 022-6655 7000; **Fax:** 022-28366579

BALLOT FORM

(in lieu of e-voting)

Sr. No.:

Name and Registered Address of the sole / First named member	
Name(s) of the Joint member(s), if any	
Registered Folio No. /DP ID No.*/Client ID No.* (*Applicable to Investors holding Shares in Demat Form)	
Number of Shares held	

I/ we hereby exercise my/our vote(s) in respect of the resolutions set out in the notice dated 8th May, 2019 of the 72nd Annual General Meeting of the Company to be held on Thursday, the 8th August, 2019, by sending my/our assent or dissent to the said resolutions by placing tick mark (✓) at the appropriate box below:

Sr. No.	Resolution	No.of shares	I/we assent to the resolution For	I/we dissent to the resolution Against
	Ordinary Business:			
	Ordinary Resolution:			
1	Adoption of financial statements (including Audited Consolidated Financial Statements) for the financial year ended 31 st March, 2019 and Report of Board of Directors and Auditors thereon.			
2	Re-appointment of Mr. Nobuchika Doi (DIN : 03599835), as Director who retires by rotation.			
3	Re-appointment of Mr. Takeo Iguchi (DIN : 03599826), as Director who retires by rotation.			
	Special Business:			
	Ordinary Resolution:			
4	Increase in Remuneration payable to Related Party Ms. Aditi D. Dighe, General Manager (Marketing) holding office or place of profit.			

Place :

Date:

Signature of Members

Note : Kindly read the instructions printed overleaf before filling the form. Valid Forms received by the scrutinizer by 5:00 p.m. on Wednesday, 7th August, 2019 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, Partner failing which Mr. Sohan J. Ranade, Partner, failing which Ms. Tejaswi Zope, Partner of JHR & Associates, Practicing Company Secretaries, has been appointed as the scrutinizer to scrutinise 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. Incase 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/Authorization letter, with the specimen signature(s) of the authorized signatory(ies).
4. Vote 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 1st August, 2019 and as per the Register of members of the Company.
6. Duly completed Ballot Form should reach the Scrutinizer not later than 7th August, 2019 (5.00 p.m.). Ballot form received after 7th August, 2019 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 along with 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 two days of the passing of the Resolutions at the AGM of the Company on 10th August, 2019 and communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are Listed.