



## TILAKNAGAR INDUSTRIES LTD.

CIN: L15420PN1933PLC133303

Corporate Office: 3<sup>rd</sup> Floor, Industrial Assurance Building,  
Churchgate, Mumbai, Maharashtra-400 020

Registered Office : P.O. Tilaknagar, Tal. Shirampur,  
Dist. Ahmednagar, Maharashtra-413 720

Email: investor@tilind.com; Website: www.tilind.com

Phone: +91 22 22631716/18; Fax: +91 22 22046904

### NOTICE

Pursuant to the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is seeking approval of the Members by Postal Ballot (including e-voting) for the following Special Business contained in the Postal Ballot Notice dated Monday, February 13, 2017:

1. Special Resolution for re-appointment of Mr. Amit Dahanukar (DIN:00305636) as Chairman & Managing Director of the Company; and
2. Special Resolution for authorization to the Board of Directors to make loans, give guarantees, provide securities or make investments in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The Company has completed the dispatch/e-mail of Postal Ballot Notice on Monday, February 27, 2017 to all the Members as on the cut-off date i.e. Friday, February 17, 2017. The Postal Ballot Notice and Ballot Forms have been sent by e-mail to the Members who had registered their e-mail addresses for receipt of documents in electronic form with their Depository Participants (in case of electronic shareholding)/the Company's Registrar and Transfer Agent (in case of physical shareholding). Members whose e-mail addresses were not registered, physical copies of the Postal Ballot Notice and the Ballot Form have been sent by permitted mode to them along with postage prepaid self-addressed Business Reply Envelope. Members can seek printed/duplicate Ballot Forms by writing to the Company at its Corporate Office or by sending e-mail at [investor@tilind.com](mailto:investor@tilind.com).

The Postal Ballot Notice along with the Ballot Form and instructions for e-voting may also be accessed on the website of the Company i.e. [www.tilind.com](http://www.tilind.com), BSE Limited ('BSE') i.e. [www.bseindia.com](http://www.bseindia.com), National Stock Exchange of India Limited ('NSE') i.e. [www.nseindia.com](http://www.nseindia.com) and Central Depository Services (India) Limited ('CDSL') i.e. [www.evotingindia.com](http://www.evotingindia.com).

The Company is also providing facility for voting through electronic mode (e-voting) through CDSL e-voting platform. The procedure of e-voting is contained under 'Notes' to the Postal Ballot Notice. Members can opt for only one mode of voting i.e. either voting by Ballot Forms or by e-voting. In case, Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Forms shall be treated as invalid.

The voting rights shall be reckoned in proportion to the paid-up value of the equity shares registered in the name of the Members as on Friday, February 17, 2017.

The voting period (Physical and e-voting) shall commence from Tuesday, February 28, 2017 at 10:00 a.m. and conclude on Wednesday, March 29, 2017 at 05:00 p.m. The e-voting facility shall be disabled by CDSL thereafter. Duly completed Ballot Forms should reach the Scrutinizer at the Corporate Office of the Company on or before 5:00 p.m. on Wednesday, March 29, 2017. Ballot Forms received after the said date shall be treated as if reply from the Members has not been received.

The Board of Directors, at its Meeting held on Monday, February 13, 2017, has appointed Mr. R. T. Rajguroo, Advocate as Scrutinizer for conducting the Postal Ballot (physical and e-voting) process in a fair and transparent manner.

The Chairman and Managing Director or any person authorized by him in writing, after receipt of the Report on the scrutiny of the Postal Ballot (physical and e-voting) from the Scrutinizer, shall announce the results of the Postal Ballot on Friday, March 31, 2017 at 05:00 p.m. at the Corporate Office of the Company. The results so declared along with the Scrutinizer's Report shall be placed on the website of the Company i.e. [www.tilind.com](http://www.tilind.com) and CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) and shall also be forwarded to the Stock Exchanges on which shares of the Company are listed i.e. NSE and BSE.

For any queries or issues regarding e-voting, Members may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an e-mail to [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com). In case of any query or grievance pertaining to Postal Ballot/e-voting, Members may contact the undersigned at the contact details mentioned above.

By order of the Board  
For Tilaknagar Industries Ltd.  
Sd/-

Gaurev Thakur  
Company Secretary

Place: Mumbai

Date: February 27, 2017.