

**WALCHANDNAGAR INDUSTRIES LIMITED**Regd Off.: 3 Walchand Terraces, Tardeo Road,  
Mumbai - 400034.CIN : L74999MH1908PLC000291, Tel.: (022) 40287110, Fax: (022) 23634527,  
E-mail: investors@walchand.com, Website: www.walchand.com**Notice**

NOTICE IS HEREBY GIVEN that the 107<sup>th</sup> Annual General Meeting (AGM) of Walchandnagar Industries Ltd. will be held on Friday, August 12, 2016, at 04.00 p.m. at Walchand Hirachand Hall, IMC Building, 4<sup>th</sup> Floor, Churchgate, Mumbai - 400 020 to transact the business mentioned in the Notice of AGM sent along with the Explanatory Statement, Director's Report, Auditor's Report and the Audited Financial Statements of the Company for the period from October 01, 2014 to March 31, 2016.

Notice of AGM and Annual Report for 2014-16, *inter-alia*, including the remote e-voting instructions, Attendance Slip and Proxy Form have been emailed to the members whose email addresses have been registered with the Company / Depository Participant(s) and physical copies of the same have been sent by permitted mode to all other Members at their registered address by July 18, 2016. The Annual Report is available on the Company's website: [www.walchand.com](http://www.walchand.com)

Notice is further given that pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 (1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing electronic voting facility from a place other than the venue of AGM ("remote e-voting") provided by CDSL, on all the resolutions set forth in the Notice.

The details of remote e-voting are given below:

- (i) The remote e-voting will commence on Tuesday, August 09, 2016 (9.00 am) and end on Thursday, August 11, 2016 (5.00 pm). The e-voting module shall be disabled for voting thereafter.
- (ii) The voting rights of Members shall be in proportion to their share of the paid-up share capital of the Company as of the cut-off date i.e. Friday, August 05, 2016. Once a vote is cast by the Member, he shall not be allowed to change it subsequently.
- (iii) Any person who acquires equity shares of the Company and becomes a Member after July 08, 2016 i.e. cut-off date for dispatch of the Notice and holding shares as of the cut-off date i.e. Friday, August 05, 2016, may obtain the login details by sending a request at [evoting.investors@linkintime.co.in](mailto:evoting.investors@linkintime.co.in)
- (iv) The Company is also offering the facility for voting by way of physical ballot at the AGM. The Members attending the Meeting should note that those members who are entitled to vote but have not exercised their right to vote by remote e-voting, may vote at the AGM through ballot for all businesses specified in the accompanying Notice. The Members who cast their vote by remote e-voting may also attend the AGM but shall not be entitled to cast their vote again.
- (v) A member can opt for only one mode of voting i.e. either through remote e-voting or by Ballot. If a member casts votes by both the modes, then voting exercised through remote e-voting shall prevail and Ballot Form shall be treated as invalid.

In case of any queries pertaining to e-voting, members may refer to the Frequently Asked Questions (FAQs) and e-voting User's Manual available under help section at [www.evotingindia.com](http://www.evotingindia.com) or email at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), Tel. 1800 200 5533 (Toll Free No.)

For Walchandnagar Industries Ltd.

Sd/-

**G. S. Agrawal**

**Vice President (Legal & Taxation)  
& Company Secretary**

Place : Mumbai

Dated : July 19, 2016