



E.I.D. - PARRY (INDIA) LIMITED

Registered Office: 'Dare House', Parrys Corner, Chennai – 600 001

Tel: 044 – 2530 6789, Fax: 044 – 2534 1609

Website: www.eidparry.com E-mail Id: - investorservices@parry.murugappa.com

Corporate Identification Number: L24211TN1975PLC006989

**NOTICE OF 40TH ANNUAL GENERAL MEETING, REMOTE E-VOTING
INFORMATION AND BOOK CLOSURE**

NOTICE is hereby given that the Fortieth Annual General Meeting (AGM) of the Members of E.I.D. - Parry (India) Limited will be held on Tuesday, the 4th August, 2015 at 4.30 P.M. at Tamil Isai Sangam, Rajah Annamalai Mandram, 5, Esplanade Road, Chennai - 600 108 to transact the business as set out in the notice of AGM.

The Annual Report 2014-15 and Notice of the AGM of the Company along with Attendance Slip and Proxy Form have been sent in electronic mode on 09.07.2015 to members whose email addresses are registered with the Company / RTA / Depository Participants. Physical copy of Annual Report 2014-15 and Notice of the AGM of the Company along with Attendance Slip and Proxy Form have been sent to those members who have not registered their email IDs with the Company / RTA / Depository Participant(s) through permitted mode. These documents can also be downloaded from Company's website www.eidparry.com and also on the website of Karvy Computershare Private Limited (Karvy) at <https://evoting.karvy.com>.

The documents pertaining to the items of business to be transacted in the Annual General Meeting are open for inspection at the registered office of the Company during business hours on any working day.

NOTICE is also hereby given that pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014, and Clause 16 of the Listing Agreement with the Stock Exchanges, the Register of Members and Share Transfer Books of the Company shall remain closed from Friday, the 24th July, 2015 to Tuesday, the 4th August, 2015, (both days inclusive) for the purpose of AGM and determining the entitlement of shareholders to the final dividend for the year 2014-15.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Clause 35B of the Listing Agreement, the members are provided with the facility to exercise their right to vote on all resolutions set forth in the notice of the AGM using electronic system from a place other than the venue of the AGM (remote voting). The Company has entered into an arrangement with Karvy for facilitating remote e-voting services.

The detailed instructions for e-voting are given in the Notice of the AGM. Members are requested to note the following:

- a) The remote e-voting will commence on July 31, 2015 at 9.00 am and end on August 3, 2015 at 5.00pm. The remote e-voting module shall be disabled by Karvy for voting after 5.00 pm on August 3, 2015.
- b) The voting rights of the shareholders shall be in proportion to their shares in the paid up equity capital of the Company as on July 29, 2015 ("Cut-Off Date"). 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 and voting at the AGM.

- c) Any person who acquires Shares of the Company and becomes Member of the Company after the despatch of the AGM Notice and holds shares as on the cut-off date, i.e 29th July, 2015 may obtain the login ID and password in the manner as mentioned below :
- i) If the mobile number of the member is registered against Folio No./ DPID Client ID No , the member may send SMS:
MYEPWD<space> E-Voting Event Number +Folio No. or DPID Client ID No to +91-9212993399
Example for NSDL : MYEPWD<SPACE>IN12345612345678
Example for CDSL : MYEPWD<SPACE>1402345612345678
Example for Physical: MYEPWD<SPACE> XXXX1234567890
 - ii) If e-mail address or mobile number of the member is registered against Folio No. / DPID Client ID No , then on the home page of <https://evoting.karvy.com>, the member may click “Forgot Password” and enter Folio No. or DPID Client ID and PAN to generate a password.
 - iii) Member may call Karvy’s toll free number 1-800-3454-001.
 - iv) Member may send an email request to evoting@karvy.com. If the member is already registered with Karvy e-voting platform, then he can use his existing User ID and password for casting the vote through remote e-voting.
- d) Facility of voting through electronic voting shall also be made available at the AGM. Members attending the Meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting.
- e) Members who have cast their vote by remote e-voting may also attend the Meeting, but shall not be entitled to vote again at the AGM.
- f) The Company has appointed Mr. R. Sridharan of M/s. Sridharan & Associates, Practising Company Secretaries, Chennai as the Scrutiniser to scrutinise the remote evoting process and electronic voting at the AGM in a fair and transparent manner.
- g) In case of any queries, members may visit Help and FAQ’s section of <https://evoting.karvy.com> or call on toll free No. 18003454001 or can contact Mr. P A Varghese, Zonal Head – Corporate Registry, M/s. Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Phone +91 040 67161503; email id : varghese@karvy.com.

The results of the remote e-voting and votes cast at the AGM shall be declared not later than two days from the conclusion of the Meeting. The results declared, along with the Scrutinizer’s Report, shall be placed on the Company’s website www.eidparry.com and on the website of Karvy at <https://evoting.karvy.com> and communicated to the Stock Exchanges.

By Order of the Board,
For E.I.D. - Parry (India) Limited
Sd/-
G.Jalaja
Company Secretary

Chennai
July 10, 2015