

BUSINESS  
STANDARD  
[9.11.2016]

**FORM No. 38**  
**IN THE HIGH COURT OF JUDICATURE AT MADRAS**

[Ordinary Original Civil Jurisdiction]  
COMPANY APPLICATION No.928 OF 2016  
In the matter of the Companies Act, 1956 (1 of 1956)

And  
In the matter of Sections 391 to 394 of the Companies Act, 1956  
And

In the matter of Scheme of Amalgamation between  
Parrys Sugar Industries Limited with E.I.D.- Parry (India) Limited

**E.I.D.- Parry (India) Limited,**

a Company incorporated under the Companies  
Act, 1956, having its registered office at  
Dare House, Parrys Corner, Chennai – 600 001, Tamil Nadu.  
Represented by its Company Secretary, G.Jalaja

.....Applicant /  
Transferee Company

**NOTICE CONVENING MEETING OF EQUITY SHAREHOLDERS**

Notice is hereby given that by an order dated 18th day of October 2016 the Court has directed a meeting to be held of the Equity Shareholders of the Applicant Company for the purpose of considering, and, if thought fit, approving with or without modification, the Scheme of Amalgamation of Parrys Sugar Industries Limited with E.I.D.- Parry (India) Limited.

In pursuance of the said order and as directed therein, further notice is hereby given that a meeting of Equity Shareholders of the Applicant Company will be held on Monday, 5th day of December 2016 at 10.30 A.M. at The Music Academy, Old No. 306 (New No. 168), T.T.K. Road, Royapettah, Chennai – 600 014 at which time and place the said Equity Shareholders are requested to attend.

Copies of the said Scheme and of the Statement under Section 393 can be had free of charge at the registered office of the Company or at the office of its Advocate, HARISHANKAR MANI at New No.115, First Floor, Luz Church Road, Mylapore, Chennai – 600 004.

Persons entitled to attend and vote at the meeting may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the company at Dare House, Parrys Corner, Chennai – 600 001, Tamil Nadu not later than 48 hours before the meeting. Forms of proxy can be had at the registered office of the Company.

The quorum for the meeting shall be 400 in number and 40% in value. In case the quorum is not in place when the meeting is called to order, then, the meeting shall be adjourned by half-hour and thereafter the persons present for voting shall be deemed to constitute the quorum, members present in person or by proxy.

The Hon'ble High Court has appointed Mr.V.Ramesh, Director, falling him, Mr.V.Ravichandran, Director, falling him, Mr. S. Suresh, Director to be the Chairman of the said meeting.

**Information for kind attention of shareholders –**

Notice has been sent to all Members, physically by Ordinary Post on 05.11.2016 and 07.11.2016 and also sent through e-mail to the registered email address of the shareholders available with the depository participant. A copy of the Notice of the Court convened meeting along with Proxy Form and Attendance Slip is also available on Company's website [www.eidparry.com](http://www.eidparry.com) and also on the website of Karvy Computershare Pvt. Ltd. (Karvy) at <https://evoting.karvy.com>.

In compliance with 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 the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through Karvy Computershare Private Limited, Registrar and Transfer Agent. The detailed procedure for e-voting is enumerated in the Notice of the Meeting of the Equity Shareholders.

Members are requested to note the following:

- The remote e-voting will commence on December 1, 2016 at 9:00 a.m. IST and ends on Sunday, December 4, 2016 at 5:00 p.m. IST. The remote e-voting module shall be disabled by Karvy for voting thereafter and Members will not be allowed to vote electronically beyond the said date and time.
- The voting rights of the shareholders shall be as per the number of equity shares held by Member(s) as on November 28, 2016 ("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 meeting.
- The voting rights of the members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on November 28, 2016.
- Any person who acquires Shares of the Company and become a Member of the Company after the dispatch of the Court Convened Meeting Notice and holds shares as on the cut-off date, i.e. November 28, 2016, may obtain the login id and password by sending an email request to [evoting@karvy.com](mailto:evoting@karvy.com) or may contact on toll free number provided by Karvy: 18003454001.
- Facility of voting through Poll paper shall be made available at the Meeting. 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.
- Members who have cast their vote by remote e-voting prior to the meeting may also attend the Meeting, but shall not be entitled to vote again at the meeting.

In case of any queries, members may visit Help & FAQ's section of <https://evoting.karvy.com> or call on toll free No. 18003454001 or contact Mr. I.L. Murthy, Manager Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot Number 31 & 32, Gachibowli, Hyderabad- 500 008 at designated email id [evoting@karvy.com](mailto:evoting@karvy.com) who will address the grievances connected with e-voting.

The Company has appointed Mr. R. Sridharan, Practising Company Secretary of M/s.R.Sridharan & Associates, Company Secretaries, Chennai as the Scrutinizer to conduct the remote e-voting process in a fair and transparent manner.

The above-mentioned scheme, if approved by the meeting, will be subject to the subsequent approval of the Court.

Dated at Chennai this 8th November, 2016.

**V. Ramesh**  
Chairman appointed for the meeting

