

INDOFIL INDUSTRIES LIMITED

CIN:U24110MH1993PLC070713

Regd. Office: Kalpataru Square, 4th floor, Kondivita Road, Off.

Andheri Kurla Road, Andheri (East), Mumbai 400 059

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Website : www.indofilcc.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 22nd Annual General Meeting of Indofil Industries Limited will be held on Wednesday, the 16th September 2015 at 11.00 a.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai 400 018. The Notice setting out the business to be transacted at the meeting together with the copy of the Annual Report of the Company for the Financial Year 2014-15 has been dispatched to all members at their registered address by courier and the same is also available on our website indofilcc.com.

A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on behalf of member. Such a proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Proxies, in order to be effective, should be duly completed and deposited at the Registered Office of the company not less than 48 hours before the commencement of the meeting.

NOTICE is also given that pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules 2014, the Register of Members and Share Transfer Books of the company will remain closed from Thursday, 10th September, 2015 to Wednesday, 16th September, 2015 (both days inclusive) for facilitating the payment of dividend.

In terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended, the company is offering remote e-voting facility to its members and the business as set out in the Notice of AGM may be transacted through remote e-voting services provided by National Securities Depository Limited (NSDL).

The details regarding remote e-voting facility are as under:

1. The company has fixed 9th September, 2015 as the "Cut Off" date to ascertain the eligibility of members for remote e-voting.
2. Any person, who becomes a member of the Company after dispatch of Annual Report and holds shares as on the cut-

off date can attend the meeting in person or through proxy and send a requisition quoting Folio No/DP-ID-Client ID for obtaining copy of the Notice and Annual Report, to the Registered Office of the Company or RTA, MAS Services Limited. These shareholders are requested to follow the instructions given in the Notice of AGM to obtain login ID & password for remote e-voting.

3. If the member is already registered with NSDL, then he is requested to use his existing user ID & Password for casting the vote through remote e-voting.
4. The remote e-voting will commence on 13th September 2015 (9.00 a.m.) and end on 15th September 2015 (5.00 p.m.) during which period the members may cast their vote electronically. Thereafter, the remote e-voting module shall be disabled by NSDL.
5. Voting through ballot paper shall also be made available to those members who attend the AGM and have not already cast their vote by remote e-voting.
6. Members who cast their votes electronically shall not be allowed to vote again at the AGM. However, in case a member, who has cast his vote electronically as well as through ballot paper, the vote cast through ballot paper will be ignored.
7. Any queries / grievance relating to remote e-voting, shall be addressed to: Mr. Sharwan Mangla General Manager, MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase II, New Delhi - 110 020. Tel No. 011-26387281/82/83. Fax 011-26387384. E-mail: info@masserv.com.

The Results on resolutions shall be declared within 3 days of the conclusion of the AGM. The results declared along with the scrutinizer's report shall be placed on the Company's website (www.indofilcc.com) and on the website of NSDL for information of the members.

For Indofil Industries Limited

Chintamani D. Thatte
Head Compliance and Company Secretary

Mumbai, 26th August, 2015