

DELTA CORP LIMITED

Registered Office:- 10, Kumar Place, 2408, General Thimayya Road, Pune - 411 001
• CIN No. L65493PN1990PLC058817 • Tel No. 91-22-4079 4700 • Fax No. 91-22-40794777
• Email ID: secretarial@deltin.com • Website: www.deltacorp.in

NOTICE

Notice is hereby given that the 24th Annual General Meeting (AGM) of the Members of the Company is scheduled to be held on Friday, 25th September, 2015 at 3.00 p.m. at Vivanta By Taj - Blue Diamond, 11, Koregaon Road, Pune - 411 001, Maharashtra to transact the Ordinary and Special Business, as set forth in the Notice of the AGM.

Notice of the AGM along with the Annual Report of the Company for the financial year 2014-15 has been sent in electronic mode to those Members whose e-mail ID's are registered with the Company or the Depository Participant(s) and physical copy of the same has been sent to those Members who have not registered their e-mail ID's with the Company or the Depository Participant(s). The Notice has been sent to all the Members, whose names appeared in the Register of Member/Records of Depositories as on Friday, 28th August, 2015. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), Clause 35B of the Listing Agreement and Secretarial Standards on General Meetings (SS - 2), the Company is providing to its Members with the facility to cast their vote electronically from a place other than venue of the AGM ("remote e-voting") using an electronic voting system provided by Central Depository Services (India) Limited ("CDSL"), on all the business items set forth in the Notice of the AGM and the business may be transacted through such remote e-voting. The remote e-voting period will commence on Monday, 21st September, 2015 (9.00 am IST) and will end on Thursday, 24th September, 2015 (5.00 pm IST). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 18th September, 2015, may cast their votes through remote e-voting. The remote e-voting module shall be disabled by CDSL for voting after 5.00 pm (IST) on Thursday, 24th September, 2015 and remote e-voting shall not be allowed beyond the said time.

The voting rights of the Members shall be in proportion to their shares in the paid-up share capital of the Company as on the cut-off date, being Friday, 18th September, 2015. Once the vote on a resolution is cast by a Member through remote e-voting, he/she/it shall not be allowed to change it subsequently. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of AGM Notice and holding shares as of the cut-off date, i.e. Friday, 18th September, 2015, may refer to this Notice of the AGM of the Company, posted on Company's website www.deltacorp.in for detailed procedure with regard to remote e-voting. The Notice shall also be available at www.cdslindia.com. Any person who ceases to be the member of the Company as on the cut-off date and is in receipt of AGM Notice, shall treat the Notice for information purpose only.

The Company is offering facility for voting by way of polling papers at the AGM for the Members attending the meeting who have not cast their vote by remote e-voting. A member may participate in the AGM even after exercising his right to vote through remote e-voting, but cannot vote again at the AGM. If a Member cast votes by both modes i.e. remote e-voting and polling papers at the AGM, then voting done through remote e-voting shall prevail and polling paper shall be treated as invalid. The Company has appointed Mr. Ashish Kumar Jain (membership no. 6058) from M/s A. K. Jain and Co., Company Secretaries in Practice, as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

Members who have not received Notice and the Annual Report may download the same from the website of the Company www.deltacorp.in. The Members are requested to read the instructions pertaining to remote e-voting as printed in the AGM Notice carefully. In case, members having any queries or issues or grievances regarding remote e-voting, they may refer the Frequently Asked Questions ("FAQs") and remote e-voting manual available at www.evotingindia.com, under help section or write an email/contact the following:

- A. **E-voting Helpdesk, Central Depository Services (India) Limited**
Email: helpdesk.evoting@cdslindia.com Phone: 1800-200-55-33
- B. **Mr. Hitesh Kanani, Company Secretary, Delta Corp Limited**
Corporate Office: Bayside Mall, 2nd Floor, Tardeo Road, Haji Ali, Mumbai - 400 034
Email: secretarial@deltin.com Phone: 022-40794700
- C. **Mr. Bhushan Chandratre, Freedom Registry Limited**
Registered Office: Plot No. 101 / 102, 19th Street, MIDC, Satpur, Nasik - 422 007
Email: support@freedomregistry.in Phone: 0253 - 2354032, 2363372

The documents pertaining to the items of the business to be transacted in the AGM are open for inspection at the Registered & Corporate Office of the Company during the normal business hours on all working days (except Saturdays & Sundays) upto the date of AGM of the Company. Pursuant to the provisions of Section 91 of the Companies Act, 2013 and Clause 16 of the Listing Agreement with the Stock Exchange(s), the Register of Members and the Share Transfer books of the Company will remain closed from Saturday, the 19th day of September, 2015 to Friday, 25th day of September, 2015 (both days inclusive) for the purpose of the aforesaid AGM and for determining the eligibility for payment of dividend, if declared at the Meeting. The entry to the meeting venue will be regulated by Attendance Slips, which have been sent along with the Annual Report to the Members. Members who have received Attendance Slips by electronic mode are, requested to print the Attendance Slip and submit a duly filed in Attendance Slip at the registration counter to attend the AGM. Please note that duplicate Attendance Slips will not be issued.

Place:- Mumbai
Date:- 01.09.2015

For Delta Corp Limited
Hitesh Kanani
General Manager - Company Secretary & Legal