LIGHT UP THE WORLD

FIEM INDUSTRIES LIMITED

(AN ISO / TS 16949 : 2009, ISO 14001: 2004, OHSAS 18001 : 2007 & ISO 9001 : 2008 CERTIFIED COMPANY)
Unit-VII : Plot No. 1915, Rai Industrial Estate, Phase-V, Sonepat-131029 Haryana (INDIA)
Tel. : +91- 130-2367905/906/907/908/909/910 Fax :+91-130-2367903
E-mail : fiemunit7@fiemindustries.com

NSE

August 27, 2016 **(through NEAPS)**

The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai -400051

Dear Sir,

Sub: Notice of Annual General Meeting as sent to shareholders and advertised in Newspapers.
Ref: SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Pursuant to Regulation 30(6) of Listing Regulations read with Para A of Part A of Schedule III, please find enclosed the Notice as sent to shareholders on 26/08/2016 by permitted modes for 27th Annual General Meeting of the Company to be held on 20th September, 2016 at 10.00 am (including Notice for remote e-voting).

Copies of Notice as published in Newspapers on 27/08/2016 for above referred Annual General Meeting, Book Closure and remote e-voting is also enclosed.

This is for your information and records please.

Thanking you.

Yours faithfully,

For Fiem Industries Limited

Arvind K. Chauhan
Company Secretary

Encl: A/a

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE Twenty Seventh Annual General Meeting of the Members of Fiem Industries Limited will be held on Tuesday, September 20, 2016 at 10.00 a.m. at Mithas Motel & Resorts, 92/16, G.T. Karnal Road, Alipur, New Delhi - 110036, to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt:

   (a) The audited financial statements of the Company for the Financial Year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and

   (b) The audited consolidated financial statements of the Company for the Financial Year ended March 31, 2016.

2. To declare final dividend on Equity Shares of the Company for the Financial Year 2015-16.

3. To appoint a Director in place of Mr. Rahul Jain (DIN: 00013566), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

4. To appoint a Director in place of Mr. Kashi Ram Yadav (DIN: 02379958), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

5. To ratify the continuation of Statutory Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof), the appointment of M/s Anil S. Gupta & Associates, Chartered Accountants (ICAI Firm Registration No. 004061N), as Statutory Auditors of the Company which has been approved by the members at the 25th Annual General Meeting held on September 29, 2014 for a term of 3 (three) years i.e. from the conclusion of 25th Annual General Meeting until the conclusion of 28th Annual General Meeting, be and is hereby ratified at such remuneration, out-of-pocket and travelling expenses etc. as may be decided by the Board of Directors of the Company."

SPECIAL BUSINESS

6. To approve the remuneration of the Cost Auditors for the Financial Year 2016-17 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 ("Act") and Rule 14 and other applicable rules of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of ₹ 2.50 lac plus out of pocket expenses as recommended by the Audit Committee and proposed by the Board of Directors while appointing Mr. Krishan Singh Berk, Cost Accountant (Firm Registration No. 102044), to conduct the Cost Audit of the cost records maintained by the Company for the Financial Year 2016-17, be and is hereby approved.

   RESOLVED FURTHER THAT Managing Director, Chief Financial Officer and Company Secretary of the Company be and are hereby individually authorized to do all acts, things and deeds and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. To approve the re-appointment and remuneration of Mrs. Seema Jain (DIN: 00013523) as Whole-time Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and Schedule V of the Companies Act, 2013 ('Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) and other applicable provisions of the Act and in terms of Articles of Association of the Company and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to re-appoint Mrs. Seema Jain (DIN:00013523) as Whole-time Director of the Company for a period of 5 (five) years with effect from April 1, 2017 on the terms and conditions as mentioned hereunder:

   (a) Salary - ₹ 4,00,000/- (Rupees Four Lac) per month;

   (b) Other Benefits, Perquisites & Allowance -

   In addition to the salary, she will be entitled to:

   (i) Health Insurance, Personal Accident Insurance and such other perquisites/ allowances in accordance with the rules of the Company or as decided by the Nomination & Remuneration Committee of the Company;

   (ii) Company provided car with driver facility;

   (iii) Leave Encashment and Gratuity in accordance with the rules of the Company and as per Payment of Gratuity Act;

   (iv) Telephone / Mobile phone facility;

   RESOLVED FURTHER THAT the salary of Mrs. Seema Jain (DIN:00013523) be and is hereby revised to ₹ 4,00,000/- w.e.f. April 1, 2016 and the Board of Directors of the Company be and are hereby further authorised to revise the remuneration as they may deem fit and proper from time to time, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

   RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mrs. Seema Jain as Whole-time Director shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

   RESOLVED FURTHER THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Seema Jain shall be liable to retire by rotation.

   RESOLVED FURTHER THAT Company Secretary and Chief Financial Officer of the Company be and are hereby individually authorized to file such requisite application, representation, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution."

8. To approve the re-appointment and remuneration of Ms. Aanchal Jain (DIN: 00013350) as Whole-time Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and Schedule V of the Companies Act, 2013 ('Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) and other applicable provisions of the Act and in terms of Articles of Association of the Company and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to re-appoint Ms. Aanchal Jain (DIN: 00013350) as Whole-time Director of the Company for a period of 5 (five) years with effect from April 1, 2017 on the terms and conditions as mentioned hereunder:

   (a) Salary - ₹ 3,50,000/- (Rupees Three Lac and Fifty Thousand) per month;

(b) Other Benefits, Perquisites & Allowance -

In addition to the salary, she will be entitled to:

(i) Health Insurance, Personal Accident Insurance and such other perquisites/ allowances in accordance with the rules of the Company or as decided by the Nomination & Remuneration Committee of the Company;

(ii) Company provided car with driver facility;

(iii) Leave Encashment and Gratuity in accordance with the rules of the Company and as per Payment of Gratuity Act;

(iv) Telephone / Mobile phone facility;

RESOLVED FURTHER THAT the salary of Ms. Aanchal Jain (DIN: 00013350) be and is hereby revised to ₹ 3,50,000/- w.e.f. April 1, 2016 and the Board of Directors of the Company be and are hereby further authorised to revise the remuneration as they may deem fit and proper from time to time, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Ms. Aanchal Jain as Whole-time Director shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Aanchal Jain shall be liable to retire by rotation.

RESOLVED FURTHER THAT Company Secretary and Chief Financial Officer of the Company be and are hereby individually authorized to file such requisite application, representation, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution."

9. To revise the remuneration of Mr. Rahul Jain (DIN: 00013566), Whole-time Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and Schedule V of the Companies Act, 2013 ('Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other applicable provisions of the Act, if any, and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to increase in remuneration of Mr. Rahul Jain (DIN: 00013566), Whole-time Director of the Company w.e.f. April 1, 2016 as mentioned hereunder:

(a) Revised Salary (w.e.f. April 1, 2016) - ₹ 4,00,000/- (Rupees Four Lac) per month.

(b) Other Benefits, Perquisites & Allowances-

In addition to the Salary, he will be entitled to:

(i) Health Insurance, Personal Accident Insurance and such other perquisites/ allowances in accordance with the rules of the Company or as decided by the Nomination & Remuneration Committee of the Company;

(ii) Company provided car with driver facility;

(iii) Leave Encashment and Gratuity in accordance with the rules of the Company and as per Payment of Gratuity Act;

(iv) Telephone / Mobile phone facility;

RESOLVED FURTHER THAT the revised salary of ₹ 4,00,000/- per month will be effective from April 1, 2016 and the Board of Directors of the Company be and are hereby further authorised to revise the remuneration as they may deem fit and proper from time to time, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Rahul Jain as Whole-time Director shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT Company Secretary and Chief Financial Officer of the Company be and are hereby individually authorized to file such requisite application, representation, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution."

10. To revise the remuneration of Mr. J.S.S. Rao (DIN: 00014320), Whole-time Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**.

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and Schedule V of the Companies Act, 2013 ('Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other applicable provisions of the Act, if any, and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to increase in remuneration of Mr. J.S.S. Rao (DIN: 00014320), Whole-time Director of the Company w.e.f. April 1, 2016 as mentioned hereunder:

(a) Revised Salary (w.e.f. April 1, 2016) - ₹ 8,00,000/- (Rupees Eight Lac) per month.

(b) Other Benefits, Perquisites & Allowances-

In addition to the Salary, he will be entitled to:

(i) Health Insurance, Personal Accident Insurance and such other perquisites/ allowances in accordance with the rules of the Company or as decided by the Nomination & Remuneration Committee of the Company;

(ii) Company provided car with driver facility;

(iii) Leave Encashment and Gratuity in accordance with the rules of the Company and as per Payment of Gratuity Act;

(iv) Telephone / Mobile phone facility;

RESOLVED FURTHER THAT the revised salary of ₹ 8,00,000/- per month will be effective from April 1, 2016 and the Board of Directors of the Company be and are hereby further authorised to revise the remuneration as they may deem fit and proper from time to time, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. J.S.S. Rao as Whole-time Director shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT Company Secretary and Chief Financial Officer of the Company be and are hereby individually authorized to file such requisite application, representation, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution."

11. To revise the remuneration of Mr. Kashi Ram Yadav (DIN: 02379958), Whole-time Director of the Company and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and Schedule V of the Companies Act, 2013 ('Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory

modification(s) or re-enactment thereof, for the time being in force) and all other applicable provisions of the Act, if any, and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the increase in remuneration of Mr. Kashi Ram Yadav (DIN: 02379958), Whole-time Director of the Company w.e.f. April 1, 2016 as mentioned hereunder:

(a) **Revised Salary (w.e.f. April 1, 2016)** - ₹ 7,50,000/- (Rupees Seven Lac Fifty Thousand) per month.

(b) Other Benefits, Perquisites & Allowances-

In addition to the Salary, he will be entitled to:

(i) Contribution to Provident Fund, Bonus, Health Insurance, Personal Accident Insurance and such other perquisites/ allowances in accordance with the rules of the Company or as decided by the Nomination & Remuneration Committee of the Company;

(ii) Company provided car with driver facility;

(iii) Leave Encashment and Gratuity in accordance with the rules of the Company and as per Payment of Gratuity Act;

(iv) Telephone / Mobile phone facility;

RESOLVED FURTHER THAT the revised salary of ₹ 7,50,000/- per month will be effective from April 1, 2016 and the Board of Directors of the Company be and are hereby further authorised to revise the remuneration as they may deem fit and proper from time to time, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Kashi Ram Yadav as Whole-time Director shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT Company Secretary and Chief Financial Officer of the Company be and are hereby individually authorized to file such requisite application, representation, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution."

By Order of the Board
For Fiem Industries Limited
-Sd-
Arvind K. Chauhan
Company Secretary

Place : Rai, Sonepat (HR.)
Date : May 30, 2016
Registered Office:
D-34, DSIDC Packaging Complex, Kirti Nagar
New Delhi - 110015, India
Tel: +91-11-25927820, 25927919 **Fax:** +91-11-25927740
Email: investor@fiemindustries.com | **Website:** www.fiemindustries.com
CIN: L36999DL1989PLC034928

NOTES:

1. **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote, instead of himself/ herself and the proxy need not be a member of the Company. The Instrument appointing proxy must be deposited at the registered office of the Company not less than forty-eight (48) hours before the time of commencement of the Meeting.**

   A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.

3. **The Business as set out in the Notice may be transacted through electronic voting system and the Company is providing facility for voting by electronic means.** Instructions and other information related to remote e-voting are given in this Notice. The Company shall also send communication relating to remote e-voting which inter alia would contain details about User ID and Password along with the copy of this Notice to the Members, separately.

4. **A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting forms part of this Notice.**

5. Brief details of the Directors, who are seeking appointment/ re-appointment, are annexed hereto as per requirements of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India.

6. Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, and in terms of the approval given by the members at the Annual General Meeting of the Company held on September 29, 2014, the existing auditors of the Company, M/s Anil S. Gupta & Associates, Chartered Accountants (ICAI Firm Registration No. 004061N) are eligible to hold the office for a period of three years i.e. upto conclusion of 28th Annual General Meeting to be held in calendar year 2017, subject to ratification by members at every subsequent Annual General Meeting. The ratification of continuation of M/s Anil S. Gupta & Associates, Chartered Accountants as auditors of the Company along with their remuneration has been put up for the approval of the Members.

7. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer books of the Company will remain closed from Wednesday, September 14, 2016 to Tuesday, September 20, 2016 (both days inclusive) for determining the name of members eligible for final dividend on Equity Shares, if declared at the Meeting.

8. Subject to the provisions of Section 126 of the Companies Act, 2013 final dividend on equity shares, if declared at the Annual General Meeting, will be credited/ dispatched to the shareholders as under:

   a) To all those beneficial owners holding shares in electronic form, as per the beneficial ownership data as may be made available to the Company by National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) as of the end of the day on Tuesday, September 13, 2016; and

   b) To all those members holding shares in physical form, after giving effect to all the valid share transfers lodged with the Company/ Share Transfer Agent (i.e. Link Intime India Pvt Ltd.) on or before the closing hours on Tuesday, September 13, 2016.

9. Dividend will be preferably paid through National Electronic Clearing Services (NECS) wherever the facility is available. Where dividend payments are made through NECS, intimations regarding such remittances would be sent separately to the Members. In cases, where the dividend cannot be paid through NECS, the same will be paid by account payee/ non-negotiable instruments.

10. To ensure timely delivery of shareholders' communications and also credit of dividend through NECS or dividend warrants/ payment instruments, members are requested to notify change of address, or particulars of their bank account, if changed, along with the 9 digit MICR/ NECS details, to the respective depository participant in case of shares held in demat mode/ share transfer agent of the Company in case of shares held in physical mode.

11. To avoid fraudulent transactions, the identity/ signature of the Members holding shares in electronic/ demat form is verified with the specimen signatures furnished by NSDL/ CDSL and that of Members holding shares in physical form is verified as per the records of the share transfer agent of the Company (i.e. Link Intime India Pvt Ltd.). Members are requested to keep the same updated.

12. The Company has transferred the unpaid or unclaimed dividends declared for the financial years 2006-07 and 2007-08, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 25, 2015 (date of last Annual General Meeting) on the website of the Company (www.fiemindusries.com), as also on the website of the Ministry of Corporate Affairs.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or RTA.

14. In terms of Section 101 and 136 of the Companies Act, 2013 read with the Rules made thereunder, the Listed Companies may send the Notice of Annual General Meeting and the Annual Report, including Financial Statements, Board Report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their Email IDs with their respective depository participants or with the share transfer agent of the Company.

15. To receive shareholders' communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/ update their email address with their respective depository participant, where shares are held in electronic form. If shares are held in physical form, members are advised to register their e-mail address with Link Intime India Pvt. Ltd.

16. **Relevant documents referred to in the accompanying Notice and the Statement shall be open for inspection by the Members at the Registered Office of the Company on all working days (Monday to Saturday) from 10.00 a.m. to 5.00 p.m. except holidays, upto the date of the Meeting.**

17. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/ demat form, the Members may please contact their respective depository participant.

18. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

19. Members/ Proxies are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.

20. In case of Joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.

21. Please note that for security reasons, no article/ baggage will be allowed at the venue of the Meeting.

Voting through electronic means

1. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Rules thereunder, Regulation 44 of the LODR and the Listing Agreement signed with Stock Exchanges, the Company is pleased to offer remote e-voting facility for the members to enable them to cast their votes electronically or to vote at the Annual General Meeting by way of Ballot Paper. Please note that the remote e-voting is entirely optional for the shareholder(s) and that the shareholder(s) can opt only for one mode of voting. If a shareholder has opted for remote e-voting, then he/she/it should not vote by Ballot Paper and vice-versa. However, **in case members cast their vote both via Ballot Paper and remote e-voting, then voting through remote e-voting shall be prevail and voting through Ballot Paper shall be treated as invalid**. Notwithstanding whichever option is exercised first. The Company has engaged Central Depository Services (India) Limited ("CDSL") to provide remote e-voting facility to the shareholders of the Company as an alternate to dispatch the Ballot Paper.

2. The facility for voting through Ballot Paper shall be available at the Meeting and the Members attending the meeting who has not cast their votes by remote e-voting shall be able to vote at the Venue of meeting.

3. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to vote again.

4. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) i.e. September 13, 2016.

5. Mrs. Ranjana Gupta, Proprietor of M/s. Ranjana Gupta & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

6. The Scrutinizer, after scrutinizing the votes cast at the Meeting and through remote e-voting, will, not later than forty eight hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The result declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.fiemindustries.com and on the website of CDSL. The result shall simultaneously be communicated to the Stock Exchanges.

7. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 20, 2016.

8. **Members are requested to read the instructions given below:**

(i) The remote e-voting period commences on **September 16, 2016 (1000 hours) and ends on September 19, 2016 (1700 hours)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. September 13, 2016, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

(ii) Open your web browser and log on to the remote e-voting website www.evotingindia.com.

(iii) Click on "Shareholders" tab.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Ballot Paper / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

(xi) Click on the Electronic Voting Sequence Number (EVSN) for Fiem Industries Limited.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and remote e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

9. At the AGM, after discussion on the resolutions on which voting to be held, the Chairman shall allow voting with the assistance of Scrutinizer, by use of 'Ballot Paper' for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

ITEM NO. 6

The Board of Directors in their meeting held on May 30, 2016 on the recommendation of the Audit Committee has approved the appointment and remuneration of Mr. Krishan Singh Berk, Cost Accountant (Member No. 2724 Firm Registration No. 102044), as the Cost Auditor to conduct the audit of the cost accounting records of the Company for the Financial Year 2016-17, at a remuneration of ₹ 2.50 Lac (Rupees Two Lac Fifty Thousand) plus out of pocket expenses and taxes. In terms of the provisions of Section 148 (3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended the remuneration payable to Cost Auditor needs to be ratified by the Members of the Company.

Mr. Berk has furnished a certificate regarding his eligibility for appointment as Cost Auditor of the Company. He is having a vast experience in the field of cost audit and has conducted the audit of the cost records of the Company for the previous year(s) under the provisions of the Companies Act, 1956 and the Companies Act, 2013.

None of the Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said resolution.

The Board of Directors commends the Resolution set out in item no. 6 of the Notice by way of Ordinary Resolution.

ITEM NO. 7

As the Members are aware, the Company, at its Annual General Meeting held on September 23, 2013, re-appointed Mrs. Seema Jain as Whole-time Director of the Company w.e.f. April 1, 2014 for a period of three years and her current tenure is due for completion on March 31, 2017. She is looking after Finance & Accounts Department of the Company. As the Company is growing with a decent rate and with the increase in operations of the Company, her duties and responsibilities have increased significantly. Considering above, the Nomination & Remuneration Committee and the Board felt it necessary to keep continue her services. Nomination & Remuneration Committee recommended her re-appointment for a period of five (5) years from the expiry of her current tenure i.e. with effect from April 1, 2017. The Committee also recommended to revise her remuneration to ₹ 4,00,000/- per month with effect from April 1, 2016. On the recommendation of Nomination & Remuneration Committee, the Board of Directors re-appointed her for another term of five (5) years at revised her remuneration to ₹ 4,00,000/- per month, subject to approval of the members of the Company.

Mrs. Seema Jain is wife of Mr. J.K. Jain, Chairman & Managing Director and mother of Ms. Aanchal Jain and Mr. Rahul Jain, Whole-time Directors of the Company. Hence, all 4 are related to each other. Further, these are promoters and major shareholders of the Company, therefore, deemed to be concerned or interested in this resolution. For other transaction with the Company please refer the notes to accounts 'Related Party Transactions'.

Mrs. Seema Jain hold 29,60,000 (24.74%) shares in her name. The whole promoter group hold 83,68,278 (69.96%) shares in the Company.

Except above, none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said resolution.

The Board commends the passing of the Ordinary Resolution as set out in the Item no. 7 of the Notice.

ITEM NO. 8

As the Members are aware, the Company, at its Annual General Meeting held on September 23, 2013, re-appointed Ms. Aanchal Jain as Whole-time Director of the Company w.e.f. April 1, 2014 for a period of three years and her current tenure is due for completion on March 31, 2017. She is looking after Human Resources affairs of the Company. During recent years the Company has witnessed good growth and also expanding its manufacturing facilities. With the increase in operations of the Company, the manpower of the Company has increased substantially and accordingly her duties and responsibilities have increased significantly. Nomination & Remuneration Committee recommended her re-appointment for a period of five (5) years from the expiry of her current tenure i.e. with effect from April 1, 2017. The Committee also revised her remuneration to ₹ 3,50,000/- per month with effect from April 1, 2016. On recommendation of Nomination & Remuneration Committee, the Board of Directors re-appointed her for another term of five (5) years at revised remuneration of ₹ 3,50,000/- per month, subject to approval of the members of the Company.

Ms. Aanchal Jain is daughter of Mr. J.K. Jain, Chairman & Managing Director and Mrs. Seema Jain, Whole-time Director and sister of Mr. Rahul Jain, Whole-time Director. Hence, all 4 are related to each other. Further, these are promoters and major shareholders of the Company, therefore, deemed to be concerned or interested in this resolution. For other transaction with the Company, please refer the notes to accounts 'Related Party Transactions'.

Ms. Aanchal Jain, hold 8,00,000 (6.69%) shares in her name. The whole promoter group hold 83,68,278 (69.96%) shares in the Company.

Except above, none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said resolution.

The Board commends the passing of the Ordinary Resolution as set out in the Item no. 8 of the Notice.

ITEM NO. 9, 10 & 11

The matter of increase in remuneration of all Whole-time Directors was considered by the Nomination & Remuneration Committee in its meeting held on May 30, 2016 as per

Remuneration Policy of the Company. The Committee considered that due to increase in the operations of the Company like starting of LED Business, capacity addition at Rai Plant, setting-up of new plant at Ahmedabad etc., the work as well as responsibilities of all Whole-time Directors have increased significantly. Committee also considered the fact that because of untiring efforts of the Management, company has been able to grow well ahead of Industry and successfully procuring tender business of LED Luminaries. The Committee also considered other factors like industry practices and policy of company to retain and remunerate the talent pool of the Company keeping in view the growth objectives of the Company. After deliberations, Committee recommended to Board for a suitable increase in the remuneration of the Management as follows:

₹ 1,00,000/- per month in the remuneration of Mr. J.S.S. Rao. ₹ 50,000/- per month in the remuneration of Mr. Rahul Jain and Mr. Kashi Ram Yadav. The revised remuneration will be effective from April 1, 2016. Accepting the recommendation of the Nomination & Remuneration Committee, the Board approved the proposed revised remuneration of Whole-time Directors as mentioned above in their meeting held on May 30, 2016. The approval of Board is subject to approval of the members of the Company.

The details of existing remuneration of Directors are given in Corporate Governance Report.

The shareholding of each Whole-time Director is as under:

Name of Director	Designation	No. of Shares	Percentage
Mr. J.K. Jain	Chairman & MD	29,60,000	24.74%
Mrs. Seema Jain	Whole-time Director	29,60,000	24.74%
Mr. Rahul Jain	Whole-time Director	15,52,340	12.98%
Ms. Aanchal Jain	Whole-time Director	8,00,000	6.69%
Mr. J.S.S. Rao	Whole-time Director	338	-
Mr. Kashi Ram Yadav	Whole-time Director	12	-

The above Directors may deem to be interested to the extent of their shareholding benefits. Further, Mr. J.K. Jain, Mrs. Seema Jain, Ms. Aanchal Jain and Mr. Rahul Jain are relatives of each other and all these are promoters of the Company with 69.96% shareholding. For other transaction with the Company, please refer the notes to accounts 'Related Party Transaction'.

Except above, none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said Resolutions.

The Board commends the passing of the Ordinary Resolutions as set out in the **Item No. 9, 10 & 11** of the Notice.

By Order of the Board
For Fiem Industries Limited

-Sd-
Arvind K. Chauhan
Company Secretary

Place : Rai, Sonepat (HR.)
Date : May 30, 2016

Details of Directors seeking appointment/ re-appointment at the Annual General Meeting

(In pursuance of Regulation 36 of the Listing Regulations)

Name of Director	**Mrs. Seema Jain**	**Ms. Aanchal Jain**
Category/ Designation	Whole-time Director	Whole-time Director
Date of Birth	28.08.1954	01.12.1981
Date of First Appointment	06.02.1989	02.12.1999
Number of Shares held	29,60,000	8,00,000
Expertise in specific functional areas	More than 25 years' experience in Accounts and finance functions of the Company.	Rich experience of more than 10 years in Human Resources Management and skill development.
Other Directorship(s) in Other Listed entities	Nil	Nil
Committee Positions in other Listed entities	Nil	Nil

Shareholding of non-executive Directors as required under Regulation 36(3)(e) of the Listing Regulations:

Name of Non-executive Director	**Mr. S.K. Jain**	**Mr. V.K. Malhotra**	**Mr. Iqbal Singh**	**Mr. M.B. Sahni**	**Mr. Charoen Sachamuneewongse**	**Mr. Abhishek Jain**
No. of Shares held in Company	Nil	Nil	20014	Nil	Nil	Nil

Inter-se Relationship between Directors as required to be disclosed under Regulation 36 of the Listing Regulations:

Mr. J.K. Jain, Chairman & Managing Director, is husband of Mrs. Seema Jain, Whole-time Director and father of Mr. Rahul Jain, Whole-time Director and Ms. Aanchal Jain, Whole-time Director, hence all are related to each other. Further, all of these are promoters of the Company with 69.96% shareholding.

Except above, none of the other Directors are related to any other Director of the Company.

By Order of the Board
For Fiem Industries Limited

-Sd-
Arvind K. Chauhan
Company Secretary

Place : Rai, Sonepat (HR.)
Date : May 30, 2016

FIEM INDUSTRIES LIMITED

(CIN: L36999DL1989PLC034928)
Registered Office: D-34, DSIDC Packaging Complex, Kirti Nagar, New Delhi - 110015, India
Email: investor@fiemindustries.com Website: www.fiemindustries.com
Phone: +91-11-25927820, 25927919 Fax: +91-11-25927740

LIGHT UP THE WORLD

27th Annual General Meeting

ATTENDANCE SLIP

Please fill Attendance Slip and hand it over the registration counter

DP ID* & Client ID/ Folio No.	

No. of Shares held	Name and Address of the Shareholder :

I hereby record my presence at the 27th Annual General Meeting of the Company, held on the **Tuesday, 20th September, 2016** at **10.00 am** at Mithas Motel & Resorts, 92/16, G.T. Karnal Road, Alipur, New Delhi – 110036

* Applicable for investors holding shares in electronic form.

SIGNATURE OF SHAREHOLDER / PROXY

PROXY FORM

Form No. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L36999DL1989PLC034928

Name of the Company : FIEM INDUSTRIES LTD.

Registered Office : D-34, DSIDC Packaging Complex, Kirti Nagar, New Delhi - 110015, India

Name of the member(s) : _____

Registered address : _____

_____

E-mail ID : _____

Folio No/ Client ID/ DP ID : _____

I/ We, being the member(s), holding _____ Shares of the above named company, hereby appoint:

1) Name : _____ Address : _____

E-mail : _____ Signature : _____ or failing him

2) Name : _____ Address : _____

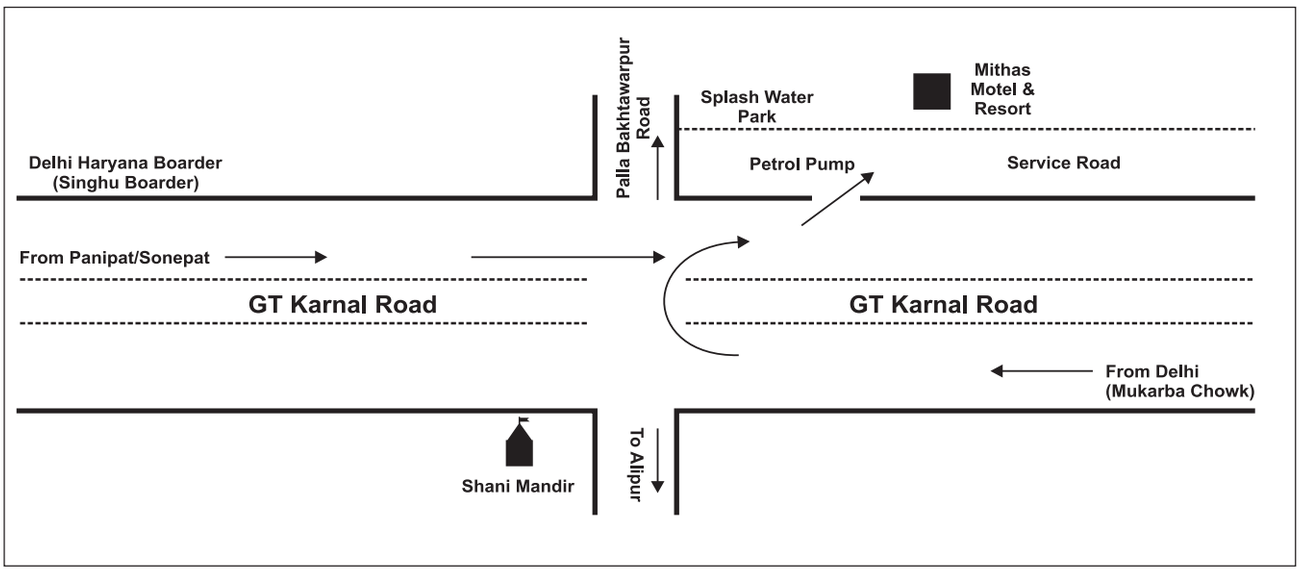
E-mail : _____ Signature : _____ or failing him

3) Name : _____ Address : _____

E-mail : _____ Signature : _____

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 27th Annual General Meeting of the Company, to be held on the **Tuesday, 20th September, 2016** at **10.00 am** at Mithas Motel & Resorts, 92/16, G.T. Karnal Road, Alipur, New Delhi – 110036 and at any adjournment therof in respect of such resolutions as are indicated overleaf:

ROUTE MAP TO THE VENUE OF AGM



**I wish my above proxy to vote in the manner as indicated in the box below:

Item No.	Description	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1.	To consider and adopt: a) Audited financial statements of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and b) Audited consolidated financial statements of the Company for the financial year ended March 31, 2016.		
2.	To declare final dividend for the Financial Year 2015-16.		
3.	To re-appoint Mr. Rahul Jain (DIN: 00013566), Director of the Company who retire by rotation.		
4.	To re-appoint Mr. Kashi Ram Yadav (DIN: 02379958), Director of the Company who retire by rotation.		
5.	To ratify the continuation of M/s Anil S. Gupta & Associates, Chartered Accountants, as Auditors and fixing their remuneration.		
6.	To approve the remuneration of the Cost Auditors for the Financial Year 2016-17.		
7.	To approve the re-appointment and remuneration of Mrs. Seema Jain (DIN: 00013523) as Whole-time Director of the Company.		
8.	To approve the re-appointment and remuneration of Ms. Aanchal Jain (DIN: 00013350) as Whole-time Director of the Company.		
9.	To revise the remuneration of Mr. Rahul Jain (DIN: 00013566), Whole-time Director of the Company.		
10.	To revise the remuneration of Ms. Aanchal Jain (DIN: 00013350), Whole-time Director of the Company.		
11.	To revise the remuneration of Mr. J.S.S. Rao (DIN: 00014320), Whole-time Director of the Company.		
12.	To revise the remuneration of Mr. Kashi Ram Yadav (DIN: 02379958), Whole-time Director of the Company.		

Signed this _____ day of _____ 2016.

Affix Revenue Stamp of ₹ 1

_____
Signature of Proxy holder(s)

_____
Signature of shareholder

Notes:

1) **This form 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.**
2) A proxy need not be a member of the Company.
3) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
**4) This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the "For' or "Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

ADVERTISEMENT OF NOTICE OF 27TH ANNUAL GENERAL MEETING, REMOTE E-VOTING & BOOK CLOSURE, PUBLISHED IN NEWSPAPERS ON AUGUST 27, 2016

JANSATTA (HINDI)

investors@morepen.com
No.: 91-01795-276204

**RAL MEETING (AGM),
MOTE E-VOTING**

l General Meeting (AGM) of **imited** will be held on **Friday,** Regd. Office of the Company **Near Baddi, Distt. Solan,** the businesses set out in the

al Report 2015-16 have been esses are registered with the e and to all other members at d mode. The Company has es and sending of emails to aforesaid documents are also **ww.morepen.com** while the pany's Registered Office, for n working days.

Register of Members and the y will remain closed from **, September 23, 2016** (both

with the provisions of Section , of the Companies Act, 2013 mpanies (Management and ended by the Companies endment Rules, 2015 and bligations and Disclosure npany is pleased to provide to eir right to vote, on all the " AGM of the Company, by venue of the AGM ("remote e- ystem provided by Central .").

llow:

onday, September 19, 2016 9:00 A.M.
hursday, September 22, 16 at 5:00 P.M.
iday, September 16, 2016
ww.morepen.com & ww.evotingindia.com

31st AGM may be transacted

eyond 5:00 P.M. on Thursday,

ot Paper' shall also be made mbers who are present at the emote e-voting;

M even after exercising his/her out shall not be allowed to vote

the register of members or in ntained by the depositories as ed to avail the facility of remote through ballot paper.

d becomes member of the GM and holding shares as on , may obtain the Login Id and Mr. Shrawan Mangla at 26387281/82/83.

efer to the Frequently Asked emote e-voting user manual for **ndia.com** under help section **cdslindia.com** or contact Mr. . MAS Services Limited, Unit: Floor, Okhla Industrial Area, 011-26387281/82/83; E-mail:

By the order of the Board
repen Laboratories Limited

Sd/-
(Thomas P. Joshua)
Company Secretary

Members and remote e-voting user manual for Members available at the Downloads sections of www.evoting.nsdl.com or contact Mr. Amit Vishal, Senior Manager, NSDL through e-mail at evoting@nsdl.co.in / amitv@nsdl.co.in or on Toll Free No.: 1800-222-990 / Telephone No.: 022-2499 4360 or Mr. Shrawan Mangla, General Manager, M/s. MAS Services Limited through email at info@masserv.com or on Telephone No.: 011-26387281/82/83.

Place : New Delhi
Date : 26.08.2016

By Order of the Board
Sd/-
(S. S. Sandhu)
Chairman

Fiem
Light Up The World

फीयम इंडस्ट्रीज लिमिटेड

पंजीकृत कार्यालय : डी-34, डीएसआईडीसी पैकेजिंग कॉम्प्लेक्स, कीर्ति नगर, नई दिल्ली-110015 (भारत) फोन : +91-11-25927820, 25927919, फैक्स : +91-11-25927740, ई-मेल : investor@fiemindustries.com वेबसाइट : www.fiemindustries.com सीआईएन : L36999DL1989PLC034928

27वीं वार्षिक सामान्य बैठक, रिमोट ई-वोटिंग तथा बही बंदी की सूचना

एतद्द्वारा सूचना दी जाती है कि फीयम इंडस्ट्रीज लिमिटेड ("कम्पनी") के सदस्यों की सत्ताईसवीं वार्षिक सामान्य बैठक ("एजीएम") मंगलवार, 20 सितम्बर, 2016 को पूर्वा. 10.00 बजे मिताल मोटल ऐण्ड रिसॉर्ट्स, 92/16, जी.टी. करनाल रोड, अलीपुर, नई दिल्ली-110036 में आयोजित की जाएगी, जिसमें एजीएम की सूचना में वर्णित व्यवसाय का निष्पादन किया जाएगा।

एतद्द्वारा आगे सूचना दी जाती है कि, कम्पनी अधिनियम, 2013 की धारा 91 के प्रावधानों के अनुसार कम्पनी के सदस्यों की पंजिका तथा शेयर अंतरण बहियां बुधवार, 14 सितम्बर, 2016 से मंगलवार, 20 सितम्बर, 2016 (दोनों दिन सहित) तक इक्विटी शेयरों पर अंतिम लाभांश, यदि एजीएम में घोषित किया जाता है, प्राप्त करने का अधिकार निर्धारित करने हेतु बंद रहेंगी।

एजीएम की सूचना, पटेबी प्रपत्र, वार्षिक रिपोर्ट सहित उन सदस्यों को इलेक्ट्रॉनिक विधि से प्रेषित की गई है, जिनकी ई-मेल आईडी'ज कम्पनी अथवा डिपॉजिटरी प्रतिभागियों के पास पंजीकृत हैं, यदि सदस्यों ने उसकी हार्ड कॉपी भेजने का अनुरोध नहीं किया है। अन्य ऐसे सभी सदस्यों को उनकी भौतिक प्रतियां भेजी गई हैं, जिनके द्वारा अपनी ई-मेल आईडी'ज कम्पनी अथवा डिपॉजिटरी प्रतिभागियों के पास पंजीबद्ध नहीं कराई गई है।

एजीएम की सूचना तथा वार्षिक रिपोर्ट कम्पनी की वेबसाइट www.fiemindustries.com पर भी 'Investor Relations' खंड के अंतर्गत तथा सीडीएसएल की वेबसाइट www.evotingindia.com पर भी उपलब्ध हैं। सदस्य इसको कम्पनी की वेबसाइट से डाउनलोड कर सकते हैं अथवा उसकी प्रति के लिए कम्पनी सचिव को उपरिवर्णित ई-मेल आईडी पर अथवा कम्पनी के पंजीकृत कार्यालय के पते पर लिखकर अनुरोध कर सकते हैं।

कम्पनी अधिनियम, 2013 की धारा 108, कम्पनी (प्रबंधन और प्रशासन) नियमावली, 2014 यथा संशोधित के नियम 20 और भारतीय प्रतिभूति विनिमय बोर्ड (सूचीयन दायित्व एवं प्रकटन अपेक्षाएं) विनियमावली, 2015 के विनियम 44 के प्रावधानों के अनुसरण में, कम्पनी, इसके सदस्यों को, एजीएम में विचार किए जाने हेतु प्रस्तावित सभी प्रस्तावों पर सदस्यों द्वारा इलेक्ट्रॉनिक साधनों द्वारा अपने मताधिकार का प्रयोग करने के लिए सेन्ट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड (सीडीएसएल) के माध्यम से रिमोट ई-वोटिंग की सुविधा उपलब्ध करा रही है तथा व्यवसाय का निष्पादन रिमोट ई-वोटिंग (www.evotingindia.com) द्वारा किया जा सकता है।

सभी सदस्यों को एतद्द्वारा सूचित किया जाता है कि :

क) एजीएम की सूचना में सूचीबद्ध साधारण तथा विशेष व्यवसाय का निष्पादन इलेक्ट्रॉनिक साधनों द्वारा वोटिंग के जरिये किया जा सकता है ;

ख) एजीएम की सूचना तथा वार्षिक रिपोर्ट का प्रेषण (ई-मेल तथा अन्य अनुमत विधियों द्वारा) महत्वपूर्ण तथ्य-विवरण सहित 26 अगस्त, 2016 को पूर्ण किया जा चुका है ;

ग) रिमोट ई-वोटिंग आरंभ होने का दिन, तिथि, समय : शुक्रवार, 16 सितम्बर, 2016 (1000 बजे) ;

घ) रिमोट ई-वोटिंग समाप्त होने का दिन, तिथि, समय : सोमवार, 19 सितम्बर, 2016 (1700 बजे)। उक्त तिथि और समय के बाद ई-वोटिंग की अनुमति नहीं होगी तथा उसके बाद सीडीएसएल द्वारा ई-वोटिंग प्लेटफार्म निष्क्रिय कर दिया जाएगा ;

ङ) सदस्य वोटिंग का केवल एक तरीका अर्थात एजीएम के स्थान पर भौतिक मतदान या रिमोट ई-वोटिंग का तरीका चुन सकते हैं। यदि सदस्य द्वारा रिमोट ई-वोटिंग के साथ मतपत्र द्वारा भी मतदान किया गया है, तब रिमोट ई-वोटिंग द्वारा किया गया मतदान वैध माना जाएगा और भौतिक मतपत्र द्वारा किया गया मतदान अवैध मान्य होगा ;

च) रिमोट ई-वोटिंग अथवा एजीएम में वोटिंग के अधिकार के निर्धारण हेतु विच्छेदन तिथि : 13 सितम्बर, 2016 होगी ;

छ) कोई व्यक्ति, जो एजीएम की सूचना प्रेषित किए जाने के बाद कम्पनी के शेयर अर्जित करता है तथा कम्पनी का सदस्य बनता है और विच्छेदन तिथि यानी 13 सितम्बर, 2016 को शेयरधारक है, helpdesk.evoting@cdslindia.com को अथवा कम्पनी के रजिस्ट्रार एवं ट्रांसफर एजेन्ट (आरटीए) को अनुरोध भेजकर रिमोट ई-वोटिंग के लिए लॉगइन आईडी तथा पासवर्ड प्राप्त कर सकता है।

ज) एजीएम स्थल पर "मतपत्र" द्वारा वोटिंग की सुविधा उपलब्ध होगी तथा बैठक में भाग ले रहे वे सदस्य एजीएम स्थल पर अपने मताधिकार का प्रयोग करने हेतु ग्राह्य होंगे, जिन्होंने रिमोट ई-वोटिंग द्वारा मतदान नहीं किया है।

झ) श्रीमती रंजना गुप्ता, कार्यरत कम्पनी सचिव, को रिमोट ई-वोटिंग द्वारा वोटिंग तथा एजीएम स्थल पर मतपत्र द्वारा मतदान के मिश्रण एवं पारदर्शी ढंग से संवीक्षा हेतु संवीक्षक नियुक्त किया गया है।

ञ) जो सदस्य एजीएम से पहले रिमोट ई-वोटिंग द्वारा मतदान कर चुके होंगे, वे भी एजीएम में भाग ले सकते हैं, परंतु एजीएम में पुन: मतदान के अधिकारी नहीं होंगे।

रिमोट ई-वोटिंग के संबंध में किसी संदेह या शिकायत की स्थिति में सदस्य कम्पनी/आरटीए के निम्नवर्णित पते पर/अधिकारी से सम्पर्क करें :

विवरण	फीयम इंडस्ट्रीज लिमिटेड	लिंक इनटाइम इंडिया प्राइवेट लिमिटेड
पता	डी-34, डीएसआईडीसी पैकेजिंग कॉम्प्लेक्स, कीर्ति नगर, नई दिल्ली-110015	44, कम्युनिटी सेंटर, द्वितीय तल, नारायणा इंडस्ट्रियल एरिया, फेज-1, नई दिल्ली-110028
नाम और पदनाम	श्री अरविंद के. चौहान, कम्पनी सचिव	श्री भारत भूषण
फोन	+91-130-2219172 से 74	+91-11-41410592/93/94
ई-मेल आईडी	investor@fiemindustries.com	

वास्ते फीयम इंडस्ट्रीज लिमिटेड
हस्ता./-
अरविन्द के. चौहान
कम्पनी सचिव

तिथि : 27 अगस्त, 2016
स्थान : राई, हरियाणा

struction cost of the second airport in Goa is pegged at foundation stone for the new airport by October.

FIEM INDUSTRIES LIMITED

Light Up The World

Regd. Office: D-34, DSIDC Packaging Complex, Kirti Nagar, New Delhi-110015 (INDIA) **Tel.:** +91-11-25927820, 25927919
Fax: +91-11-2592 7740 **E-mail :** investor@fiemindustres.com
Website: www.fiemindustries.com **CIN :** L36999DL1989PLC034928

NOTICE OF 27TH ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

NOTICE IS HEREBY GIVEN THAT the Twenty Seventh Annual General Meeting ("AGM") of the members of **Fiem Industries Limited** ("the Company") will be held on **Tuesday, September 20, 2016 at 10:00 a.m. at Mithas Motel & Resorts, 92/16, G.T. Karnal Road, Alipur, New Delhi - 110036** to transact the business as set out in the Notice of the AGM.

Notice is further given that, pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer books of the Company will remain closed from Wednesday, September 14, 2016 to Tuesday, September 20, 2016 (both days inclusive) for determining the entitlement of shareholders for final dividend on Equity Shares, if declared at the AGM.

Notice of AGM along with Proxy Form, Annual Report have been sent in electronic mode to members whose e-mail IDs are already registered with the Company or the Depository Participants, unless the members have registered their request for a hard copy of the same. Physical copies of the same has been sent to all those members, who have not registered their e-mail IDs with the Company or Depository Participant(s).

The Notice of AGM and Annual Report are also available on the Company's website i.e. www.fiemindustries.com under the section 'Investor Relations' and on the website of the CDSL viz., www.evotingindia.com. Members may download it from the Company's website or may request for a copy of the same by writing to the Company Secretary at the above mentioned e-mail ID or to the registered office address of the Company.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendment thereof and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote e-voting facility to the members through Central Depository Services (India) Limited (CDSL) to exercise their right to vote on resolutions proposed to be considered at the AGM of the Company by electronic means and the business may be transacted through remote e-Voting (www.evotingindia.com).

All the members hereby informed that:

a) The ordinary and special business as set out in the Notice of AGM may be transacted through voting by electronic means;

b) Dispatch of Notice of AGM and Annual Report (by e-mail and other permitted modes) along with Statement setting out material facts has been completed on **August 26, 2016**;

c) Day, date, time of commencement of remote e-voting: **Friday, September 16, 2016 (1000 Hours)**;

d) Day, date, time of end of remote e-voting: **Monday, September 19, 2016 (1700 Hours)**. The remote e-voting shall not be allowed beyond the said date and time and the remote e-voting Platform would be disabled by CDSL thereafter.

e) Members may opt for only one mode of voting i.e. either by Ballot Form at venue of AGM or by remote e-voting. In case if member has voted through remote e-voting as well as Ballot Form, the vote cast through remote e-voting would be considered and the vote cast through Ballot Form shall be treated as invalid;

f) The cut-off date for determining the right to vote through remote e-voting or at the AGM will be: **September 13, 2016**;

g) Any person, who acquire shares of the Company and become a member of the Company after dispatch of Notice of AGM and holds shares as of the cut-off date i.e. September 13, 2016 may obtain the Login ID and Password for remote e-voting by sending a request to helpdesk.evoting@cdslindia.com or to Link Intime India Private Limited, Registrar & Transfer Agent (RTA) of the Company.

h) The facility for voting through "Ballot Form" shall be made available at the venue of AGM and the members attending the meeting, who have not cast their vote by remote e-voting, shall be eligible to exercise their right to cast their vote at venue of AGM.

I) Mrs. Ranjana Gupta, Practicing Company Secretary has been appointed as Scrutinizer for scrutinize the voting by remote e-voting as well as voting through Ballot Form at venue of AGM in a fair and transparent manner.

j) The Member who have cast his / her votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to vote again in the AGM.

In case of any query or grievances in relation to remote e-voting, members may send the same at below mentioned addresses / officer of the Company / RTA:

Particulars	Fiem Industries Limited	Link Intime India Private Limited
Address	D-34, DSIDC Packaging Complex, Kirti Nagar, New Delhi-110015	44, Community Centre, 2nd Floor Naraina Industrial Area, Phase-I, New Delhi-110028
Name & Designation	Mr. Arvind K. Chauhan, Company Secretary	Mr. Bharat Bhusan
Tel:	+91-130- 2219172 to 74	+91-11-41410592/93/94
E-mail ID	investor@fiemindustries.com	

For Fiem Industries Ltd.
Sd/-
Arvind K. Chauhan
Company Secretary

Date : August 27, 2016
Place : Rai (Haryana)

SINTEX INDUSTRIES LIMITED

SINTEX

CIN: L17110GJ1931PLC000454
Regd. Office : Kalol (N.G.) – 382 721, Dist: Gandhinagar, Gujarat, India.
Ph.: +91-2764-253000, Fax: +91-2764-222868, E-mail: bvm@sintex.co.in, Web: www.sintex.in

NOTICE OF 85TH ANNUAL GENERAL MEETING AND E-VOTING INFORMATION

NOTICE is hereby given that the 85th Annual General Meeting (AGM) of the Members of the Company will be held on Monday, 26th September, 2016 at 10.30 a.m. at the Registered Office of the Company situated at Kalol (N.G.) - 382 721, Dist: Gandhinagar, Gujarat, India.

The Notice of the AGM along with the Annual Report, inter alia, including the remote e-voting instructions, Attendance Slip and Proxy Form has been e-mailed to the

Notice of AGM is available on the website of Computershare Private Limited, the Registrar a

Pursuant to Section 108 of the Companies (Management and Administration) Rules, 2 Administration Amendment Rules, 2015 and R (Listing Obligation and Disclosures Require Company is pleased to provide to the shareho electronic means and the business may be tr resolutions set forth in the notice.

The e-voting period commences on Saturday 19th September 2016 (5.00P.M IST). The e-votin the vote on a resolution is cast by the Member, h

The facility for voting, either through ballot or Members who have not already cast their vote Members who have cast their vote by e-votin entitled to cast their vote again.

The voting rights of members shall be in prop Company as on 13th September 2016 (Cut of members or in the Register of Beneficial Own shall be entitled to avail the facility of e-voting as

For detailed instruction pertaining to e-voting General meeting. In case of any queries or grie get in touch with the following:

Karvy Computershare Pvt Ltd at Tel No. 180

Notice is also hereby given pursuant to Section and Administration) rules, 2014 and Regulat members and the Share Transfer Books of the 2016 to Tuesday 20th September 2016 (both da said AGM and for the purpose of payment of div 31st March, 2016, if approved, at 17th Annual Ger

Place : Mumbai
Date : 2nd August 2016

NOTES:-

a) A MEMBER ENTITLED TO ATTEND A PROXY TO ATTEND AND VOTE INSTEA A MEMBER OF THE COMPANY. A PER EXCEEDING FIFTY AND HOLDING IN THE TOTAL SHARE CAPITAL OF TH MEMBER HOLDING MORE THAN TE COMPANY CARRYING VOTING RIGHT PERSON SHALL NOT ACT AS A PROX in order to be effective must be receiv 48 hours before the time for holding the

b) The dividend on the Equity Shares of the Company will be payable to those shareh Company as on 13th September 2016 a furnished by the National Securities Depo Limited (CDSL).

c) Members holding shares in the dematerial their bank details, NECS mandate, nomi etc., to their depository participant (DP). T records. Members holding shares in phy above to the Share Transfer Agents of the

GUJARAT INDU

GUJARAT INDUSTRIES POWER CO. LTD.

Regd. Office : P.O.
Tel. No. (0
Email: investors@gipcl.com

STANDALONE UNAUDITED FINANCIAL RES

Sr. No.	Particulars
1	**Income from operations**
	(a) Net Sales/Income from Operation
	(b) Other Operating Income
	Total income from operations (net)
2	**Expenses**
	(a) Cost of materials consumed
	(b) Purchases of stock-in-trade
	(c) Change in inventories of finished goods, work -
	(d) Employee benefits expenses
	(e) Depreciation and amortisation expense
	(f) Other expenses
	Total expenses
3	**Profit from operations before other income, finan**
4	Other Income
5	**Profit/(Loss) from ordinary activities before finan**
6	Finance costs
7	**Profit /(Loss) from ordinary activities after financ before exceptional Items (5-6)**
8	Exceptional Items
9	**Profit from ordinary activities before tax (7- 8)**
10	Tax Expenses
11	**Net Profit from Ordinary Activities after tax (9 -**
12	Extraordinary items (net of tax expense)
13	**Net Profit for the period (11 - 12)**