



31st August, 2011

The Secretary

National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor,

Plot No. C/1, G Block,

Bandra-Kurla Complex,

Bandra (E) Mumbai - 400051

Sub- Annual General Meeting of the Company for the Financial Year 2010-2011 and Book Closure Date.

Dear Sir,

In continuation to our letter dated 23.08.2011, this is to inform you that the Board of Directors of the Company, in its meeting held on today, i.e. 31st August, 2011, at Registered Office of the Company, consider/ approve the following main agenda:-

1. The **Twenty Second Annual General Meeting** of the Company will be held at 10:00 A.M on Tuesday, the 27th September, 2011 at the Pearey Lal Bhawan Association, 2, Bahadurshah Zafar Marg, New Delhi – 110002. The notice setting out business to be transacted at the Meeting together with Annual Report for the Financial Year 2010-2011 to be mailed to all members.
2. Pursuant to Section 154 of the Companies Act, 1956 and as per Clause 16 of the Listing Agreement, the Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, the 15th September, 2011 to Tuesday, the 27th September, 2011 (both days inclusive) in connection with the Annual General Meeting proposed to be held on 27th September, 2011.

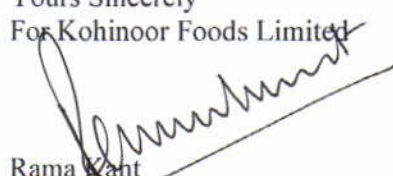
A notice informing the Shareholders is enclosed herewith. Six Copies of Annual Report are being sent by Regd. Post.

This is for your information and record.

Thanking You

Yours Sincerely

For Kohinoor Foods Limited



Rama Kant

Company Secretary & GM(Legal)

C.C

1. Bombay Stock Exchange Limited(BSE), Mumbai
2. Central Depository Services (India) Ltd. (CDSL)
3. National Securities Depository Ltd.(NSDL)
4. Skyline Financial Services Pvt Ltd.

KOHINOOR FOODS LIMITED

Formerly Satnam Overseas Limited

201, Vipps Centre, Masjid Moth, Greater Kailash-II, New Delhi-110 048

Ph.: 91-11-41635757 (30 Lines), Fax: 91-11-41638586/87, E-mail: info@kohinoorfoods.in www.kohinoorfoods.in

71, Libaspur, Bahalgarh, Dist. Sonapat, Haryana-131021 (100% E.O.U.)

• Winner of APEDA Awards every year since 1991 for quality & export excellence • Brand Equity Award • Niryat Shree Award
• World Quality Commitment International Star Award, Paris • Award from World Economic Forum

NOTICE

Notice is hereby given that the Twenty Second Annual General Meeting of Kohinoor Foods Limited will be held at 10.00 a.m. on Tuesday, the 27th September, 2011 at the Pearey Lal Bhawan Association, 2, Bahadurshah Zafar Marg, New Delhi-110002, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2011 and the Profit & Loss Account for the year ended on that date together with the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Vijay Burman, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Vijay Prakash Aggarwal who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors to hold office until the conclusion of next Annual General Meeting and to fix their remuneration and to pass the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 224 (1) and other applicable provisions, if any, of the Companies Act, 1956, M/s Nath Ahuja & Co., Chartered Accountants, be and are hereby re-appointed as Auditors to hold office till the conclusion of next Annual General Meeting at a remuneration to be fixed by the Board of Directors."

By Order of the Board
For Kohinoor Foods Limited

Place: New Delhi
Date: 31-08-2011

Sd/-
Rama Kant
Company Secretary and GM (Legal)

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the company. Proxies in order to be valid must be received by the company not less than 48 hours before the scheduled time of the meeting. A proxy form is attached.
2. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote at the Meeting, on their behalf.
3. The Register of Members and Transfer Books of the Company will remain close from Thursday, the 15th September, 2011 to Tuesday, the 27th September, 2011 (both days inclusive) in connection with the Annual General Meeting.
4. Pursuant to Clause 49 of the Listing Agreement, the particulars of Directors seeking appointment/re-appointment at the meeting are annexed.
5. Members are requested to bring their copies of Annual Report to the Meeting.
6. Entry in the Meeting Hall shall be strictly restricted to Members/Valid Proxies only, carrying the Attendance Slip.
7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, nominations, power of attorney, change of address, change of name and e-mail address, etc. to their Depository Participant only and not to the company's registrar and transfer agents, Skyline Financial Services Pvt. Ltd. Changes intimated to the Depository Participants will then be automatically reflect in the Company's records which will help the Company and Skyline Financial Services Pvt. Ltd to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Skyline Financial Services Pvt. Ltd., having office at D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020.
8. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease in portfolio management. Members can contact



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the Company or Skyline Financial Services Pvt. Ltd., for assistance in this regard.

9. Shareholders desiring any information as in relation to Accounts should write to the Secretarial department at the Company's registered office at least seven days before the date of the meeting, so as to enable the management to keep the information ready.
10. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011, dated April 21 and April 29, 2011 respectively), has undertaken a " Green initiative in Corporate Governance" and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/updating their e-mail address, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with Skyline Financial Services Pvt. Ltd.
11. As required under Companies Unpaid Dividend (Transfer to General Revenue Account of the Central Government) Rules, 1988 as amended, the unpaid/unclaimed dividend for the financial year ended upto 31st March, 2003 was transferred to the General Revenue Account of the Central Government. Members who have not encashed the dividend warrants for the said period are requested to claim the amount from the Registrar of Companies NCT of Delhi and Haryana. In case any assistance is required, members may write to the Registrar and Share Transfer Agent of the Company.

Consequent upon amendment to Section 205A of the Companies Act, 1956 and introduction of Section 205C by the Companies (Amendment) Act, 1999, the amount of dividend remaining unclaimed and/or unpaid for a period of seven years is to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government.

12. Any document referred to in the accompanying Notice shall remain open for inspection at the registered office of the Company at 201 Vipps Centre, Masjid Moth, Greater Kailash-II, New Delhi- 110048 between 10.00 a.m. to 1.00 p.m. from Monday to Friday, excluding Holiday, prior to the Annual General Meeting.

Mr. Vijay Burman and Mr. Vijay Parkash Aggarwal Directors of the company retire by rotation and are eligible for re-appointment at the Annual General Meeting. The brief particulars of the directors proposed to be re-appointed are as given below:

Mr. Vijay Burman

Age: 79 Years

Qualification: Graduate

Expertise: -Mr. Vijay Burman is a Science Graduate having rich and varied experience of over 41 years in the Textile Industry. He has extensively traveled abroad and had been instrumental in setting up various operations of the company. He is an Independent Director of the Company and also involved in the various committees.

Membership of Committees:

Audit Committee	: Chairman
Remuneration Committee	: Chairman
Share Transfer/Investor Grievance Committee	: Member
Shareholding in the Company	: NIL

(As on 31st March, 2011)

Mr. Vijay Parkash Agarwal

Age: 63 Years

Qualification: Graduate

Expertis : Mr. Vijay Parkash Agarwal is a Science Graduate. He has rich and varied experience over 39 years in managing business in Food Industry. He is an Independent Director of the Company.

Membership of Committees:

Audit Committee	: Member
Remuneration Committee	: Member
Share Transfer/Investor Grievance Committee	: Chairman
Shareholding in the Company	: NIL

(As on 31st March, 2011)

By Order of the Board
For Kohinoor Foods Limited

Sd/-

Rama Kant

Place: New Delhi

Date: 31-08-2011

Company Secretary and GM (Legal)

INFORMATION REQUIRED TO BE FURNISHED IN
PURSUANCE OF CLAUSE 49 OF THE LISTING AGREEMENT
WITH STOCK EXCHANGES