



REMSONS Industries Ltd.

P.O. Bag No. 7685
Mumbai - 400 067.
Phone : 2868 4452, 2868 3883,
2868 2368
Fax : (91) (22) 2868 2487
Email : remsons@vsnl.com
Web : www.remsons.com
CIN : L51900MH1971PLC015141

2nd September, 2017

To,

The Manager-Corporate Service Dept.
BSE Limited
Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001
Scrip code: 530919

The Manager- The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai - 400051.
Scrip symbol: REMSONSIND

Dear Sir,

Sub: Intimation of 45th Annual General Meeting (AGM) and Book Closure

With reference to the captioned subject, we wish to inform you that the 45th Annual General Meeting of the members of the Company will be held on Monday, 25th September, 2017 at 11:00 A.M. at the Registered Office of the Company at 88-B, Government Industrial Estate, Kandivli (West), Mumbai - 400067. A copy of Notice of 45th Annual General Meeting alongwith Proxy Form, Attendance Slip and Route Map is enclosed herewith.

Further, pursuant to the provisions of Section 91 of Companies Act, 2013, the Register of Members and Share Transfer Books of the Company shall remain closed from Monday, 18th September, 2017 to Monday, 25th September, 2017 (both days inclusive) for the purpose of Annual general Meeting. Intimation of book closure in prescribed format is also enclosed herewith.

Kindly take the same on record.

Yours faithfully,

For **REMSONS INDUSTRIES LIMITED**

ROHIT DARJI
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: As above





REMSONS Industries Ltd.

P.O. Bag No. 7685
Mumbai - 400 067.
Phone : 2868 4452, 2868 3883,
2868 2368
Fax : (91) (22) 2868 2487
Email : remsons@vsnl.com
Web : www.remsons.com
CIN : L51900MH1971PLC015141

Attn. Market Operations Department

Name of the Company: REMSONS INDUSTRIES LIMITED

Scrip Code	Scrip symbol	Type of Security	Book Closure		Record date	Purpose
			From	To		
530919	REMSONSIND	Equity	Monday, 18 th September, 2017	Monday, 25 th September, 2017	N.A.	45 th Annual General Meeting

For REMSONS INDUSTRIES LIMITED

ROHIT DARJI
COMPANY SECRETARY & COMPLIANCE OFFICER



REMSONS INDUSTRIES LIMITED

(CIN: L51900MH1971PLC015141)

88-B, Government Industrial Estate,

Kandivli (West), Mumbai - 400067

Tel. No: 022 28683883, 2868 2368, Fax. No: 022 28682487

Email id: remsons@vsnl.com, website: www.remsons.com

NOTICE

NOTICE is hereby given that the **45th Annual General Meeting** of the members of Remsons Industries Limited will be held on Monday 25th September, 2017 at 11.00 a.m. at the Registered Office of the Company at 88-B, Government Industrial Estate, Kandivli (West), Mumbai -400 067 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 together with the Reports of the Board of Director's and the Auditors' thereon.
2. To appoint a Director in place of Mr. Anil Kumar Agrawal (DIN:00513805), Director - Finance, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. M L Bhuwania & Co. LLP, Chartered Accountants, Mumbai (FRN: 101484W/W-100197) as Statutory Auditors of the Company to hold office from the conclusion of 45th Annual General Meeting (AGM) upto the conclusion of the 50th Annual General Meeting and to fix their remuneration in place of retiring Statutory Auditors M/s. Kanu Doshi Associates LLP., Chartered Accountants, Mumbai (FRN: 104746W/W-10096) who hold office upto the conclusion of 45th Annual General Meeting.

To consider and if thought fit, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. M L Bhuwania & Co. LLP, Chartered Accountants, Mumbai (FRN: 101484W/W-100197), be and is hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of 45th Annual General Meeting (AGM) upto the conclusion of the 50th AGM to be held for the financial year ending 31st March, 2022 (subject to ratification by the members at every AGM held after this AGM) and to audit financial accounts of the Company for the financial years from 2017-18 to 2021-22 in place of retiring statutory auditors M/s. Kanu Doshi Associates LLP, Chartered Accountants, Mumbai, (FRN: 104746W/W-10096), who hold office upto the conclusion of 45th AGM and the Board of Directors of the Company be and are hereby authorized to fix the Auditor's remuneration as may be agreed upon between the auditors and the Board of Directors of the Company.”

**By Order of the Board of Directors
For Remsons Industries Limited**

**Place : Mumbai
Dated: 26th August, 2017**

**Rohit Darji
Company Secretary
& Compliance Officer**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE, IN CASE OF POLL ONLY, ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORMS, IN ORDER TO BE VALID, SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
Further, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights provided that 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. Pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and Secretarial Standards on General Meetings (SS-2) issued by The Company Secretaries of India (ICSI), a brief resume and the relevant details of the Directors proposed to be re-appointed at the 45th Annual General Meeting (AGM) is annexed to the Notice.
3. The Corporate members are requested to send duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting (including through e-voting) or any adjournment thereof.
4. Members/ Proxies are requested to bring duly filled Attendance Slip along with their copy of Annual Report at the Venue of the Meeting. Members who hold the shares in dematerialized form are requested to bring their Client ID and D.P. ID for easier identification of attendance at the meeting.
5. Members having multiple folios in identical names or in joint names in the same order are requested to send the share certificate(s) to the Company's Registrar and Share Transfer Agents (RTA), M/s. Sharex Dynamic (India) Private Limited for consolidation of all such shareholding into one folio to facilitate better services.
6. Members are requested to forward all Share Transfers and other communications to the Registrar & Share Transfer Agents (RTA) of the Company and are further requested to always quote their Folio Number in all correspondences with the Company.
7. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and the Share Transfer Books of the Company will remain closed from Monday, 18th September, 2017 to Monday, 25th September, 2017 (both days inclusive).
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository

Participants with whom they have their DEMAT account(s). Members holding shares in physical form can submit their PAN details to the RTA of the Company.

9. Members holding shares in physical form are requested to notify immediately any change in their address or bank mandates to the Company / RTA quoting their Folio Number and Bank Account details along with self-attested documentary proofs. Members holding shares in the electronic form may update such details with their respective Depository Participants.
10. Non Resident Indian members are requested to inform the Company's RTA immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, if not furnished earlier.
11. To comply with the provisions of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rule 2014, the Company is required to update its database by incorporating some additional details of its members in its records.

Members are therefore requested to submit their e-mail ID and other details vide the e-mail updation form attached in this Annual Report. The same could be done by filling up and signing at the appropriate place in the said form and by returning the same by post.

The e-mail ID provided shall be updated subject to the successful verification of their signatures as per records available with the RTA of the Company.

12. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be open for inspection by the members during the Annual General Meeting (AGM).
13. Members desirous of obtaining any information about the accounts and operations of the Company are requested to address their queries to the Company Secretary & Compliance Officer at the Registered Office of the Company at least ten days in advance from the date of the meeting to enable the Company keep the information readily available at the meeting.
14. The Notice of the 45th Annual General Meeting (AGM) and instructions for e-voting, along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all members whose e-mail address are registered with the Company/Depository Participant(s) unless member has requested for hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the aforesaid documents are being sent by courier.
15. 98.27% of the total equity shares of the Company were held in dematerialized form as on 31st March 2017. Members desiring to dematerialize/ rematerialize their shares may forward their request directly to the Depository Participant with whom they have opened the account.
16. Route Map for the venue of the proposed AGM of the Company, is appearing at the end of the Annual Report and is also uploaded on the website of the Company, i.e. www.remsons.com.

17. In case of joint holders attending the meeting, the joint holder with highest, in order of names will be entitled to vote.

18. Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the ICSI, the Company is pleased to provide e-voting facility to its members to cast their votes electronically on the resolutions mentioned in the Notice convening 45th AGM of the Company dated 26th August, 2017. The Company has engaged services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility.

The facility for voting through polling paper shall also be made available at the venue of the 45th AGM. The members attending the meeting, who have not already cast their vote through e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM. E-voting is optional.

The Company has appointed M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the Scrutinizer for conducting the e-voting and poll process at the AGM in a fair and transparent manner.

The e-voting /voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. Monday 18th September, 2017.

The e-voting period commence on Friday, 22nd September, 2017 (09:00 am) and ends on Sunday, 24th September, 2017 (5:00 pm). During this period, shareholders of the Company,

holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Monday 18th September, 2017 may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting after 05.00 pm on September 24, 2017. Once the vote on a resolution is cast by the shareholder, he shall not be allowed to change it subsequently.

A. PROCEDURE AND INSTRUCTIONS FOR E-VOTING:

- i.** The shareholders should log on to the e-voting website www.evotingindia.com.
- ii.** Click on Shareholders.
- iii.** Now Enter 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.
- iv.** Next enter the Image Verification as displayed and Click on Login.
- v.** Members holding shares in DEMAT form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then existing password is to be used.
- vi.** If a first time user follow the steps given below:
- vii.** After entering these details appropriately, click on

	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 printed on the Attendance Slip.
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 (iii)

"SUBMIT" tab.

- viii. Members holding shares in Physical form will then reach directly to the EVSN selection screen. Members holding shares in DEMAT form will now reach 'Password Creation' menu wherein they are required to mandatorily change their login password in the new password field. Kindly note that this password is also to be used by the DEMAT holders for voting for resolution of any other company on which they are eligible to vote, provided that member opts for 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.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN for Remsons Industries Limited' on which members choose to vote.
- xi. On the voting page, members 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 assent to the Resolution and option NO implies dissent to the Resolution.
- xii. Click on the 'RESOLUTION FILE LINK' if members wish to view the entire Resolution details.
- xiii. After selecting the resolution members have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm vote, click on "OK", else to change vote, click on "CANCEL" and accordingly modify vote.
- xiv. Once the members 'CONFIRM' their vote on the

resolution, they will not be allowed to modify their vote.

- xv. Members can also take out print of the voting done by clicking on "Click here to print" option on the Voting page.
- xvi. If DEMAT account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. 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. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively . Please follow the instructions as prompted by the mobile app while voting on the mobile.
- xviii. 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 linked in the login should be emailed 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.

B. GENERAL:

- a) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at **www.evotingindia.com**, under help section or write an email to **helpdesk.evoting@cdslindia.com**.
 - b) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Monday 18th September, 2017, may obtain the login ID and password by sending a request at **helpdesk.evoting@cdslindia.com**.
 - c) However, if members are already registered with CDSL for e-voting then they can use their existing user ID and password for casting the vote. In Case members forget their password, they can reset the same by using "Forgot User Details/Password" option available on **www.evotingindia.com**.
 - d) 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 e-voting as well as voting at the AGM through ballot paper.
 - e) The facility for voting through polling papers shall be made available at the venue of the 45th Annual General Meeting for all those members who are present at the AGM but have not cast their votes by availing the e-voting facility.
 - f) A member may participate in the AGM even after exercising his right to vote through e-voting but shall not be allowed to vote again at the AGM.
 - g) In case, shareholders cast their vote through both e-voting and voting through polling paper, then vote casted through e-voting shall be considered and vote cast through polling paper shall be treated as invalid.
- h) The Chairman shall, at the AGM, on completion of the discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the e-voting facility.
 - i) The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and shall submit, not later than 48 hours from the conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 - j) The Results declared along with the report of the Scrutinizer shall be placed on the Company's website **www.remsons.com** and on the website of CDSL **www.evotingindia.com** immediately after the declaration of the result by the Chairman or a person authorized by him in writing. The result will immediately be forwarded to the BSE Limited and National Stock Exchange of India and the same will be available on the website **www.bseindia.com** and **www.nseindia.com**.

In pursuance of the Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2 (SS-2) issued by the Institute of Company Secretaries of India (ICSI), details of the Directors seeking re-appointment at the 45th Annual General Meeting are as follows:

Name of Director	Mr. Anil Kumar Agrawal
Designation	Director - Finance & CFO
DIN	00513805
Date of Birth/Age	5 th August, 1976 Aged 41 years
Nationality	Indian
Date of Appointment	11 th August, 2012
Expertise in specific functional areas	Finance, Accounts, Banking, Taxation and General Administration.
Qualifications	M.Com from University of Rajasthan, Jaipur and Fellow Member of Institute of Chartered Accountants of India.
Directorship held in other Companies	None
Chairman / Member of the Committees of the Board of Directors of other public Company	None
Disclosure of relationships between directors inter-se	None
Shareholding in the Company (Equity Shares of ₹ 10/- each)	28 Equity shares of ₹ 10 each
Terms and Conditions of appointment or re-appointment and remuneration sought to be paid or last drawn	There is no change in terms of appointment including remuneration.
No. of Board Meetings attended during 2016-17	4



REMSONS
INDUSTRIES LTD.

(CIN : L51900MH1971PLC015141)

Regd. Off. : 88-B, Government Industrial Estate Kandivli (West), Mumbai-400067
Tel. : (022) 28683883, Fax : (022) 28682487, Email : remsons@vsnl.com, Website : www.remsons.com

PROXY FORM

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

45th ANNUAL GENERAL MEETING ON MONDAY 25th SEPTEMBER, 2017

Name of the Member (s) _____
Name of the Joint Holder(s), if any : _____
Registered Address : _____

Email Id : _____
Folio No/Client ID/DP ID : _____

I/We, being a Member (s) of _____ shares of Remsons Industries Limited hereby appoint:

1. Name: _____
Address: _____
Email ID: _____
Signature: _____, or failing him

2. Name: _____
Address: _____
Email ID: _____
Signature: _____, or failing him

3. Name: _____
Address: _____
Email ID: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 45th Annual General Meeting of the Company to be held on Monday, 25th September, 2017 at 11.00 A.M. at the Registered Office of the Company at 88-B, Government Industrial Estate, Kandivli (West), Mumbai - 400 067 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Item Number	Description of the Resolutions	Vote (Optional see note 2) (Please mention no. of Share(s))		
		For	Against	Abstain
	Ordinary Business:			
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31 st March, 2017 along with the Reports of the Directors' and of the Auditors thereon.			
2	Ordinary Resolution for appointment a Director in the place of Mr. Anil Kumar Agrawal (DIN 00513805), Director Finance who retires by rotation and being eligible, offers himself for re-appointment.			
3	Ordinary Resolution for appointment of M/s. M L Bhuwania & Co. LLP, Chartered Accountants, Mumbai (FRN: 101484W/W-100197) as Statutory Auditors of the Company to hold office from the conclusion of 45 th Annual General Meeting upto the conclusion of the 50 th Annual General Meeting and to fix their remuneration.			

Signed this _____ day of _____, 2017

Signature of Member: _____

Signature of Proxy holder(s): _____

Affix
Revenue
Stamp

Note:

1. This Form of proxy 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. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deemed appropriate.



REMSONS
INDUSTRIES LTD.

(CIN : L51900MH1971PLC015141)

Regd Off. : 88-B, Government Industrial Estate, Kandivli (West), Mumbai-400067
Tel. : (022) 28683883, Fax : (022) 28682487, Email : remsons@vsnl.com, Website : www.remsons.com

ATTENDANCE SLIP

45th ANNUAL GENERAL MEETING ON MONDAY 25TH SEPTEMBER, 2017

Regd. Folio No/Client ID/D.P. ID	
Name and Address of the Member (s)	
Name of the Joint Holder(s), if any	
No. of Equity Share(s) held	

I/We hereby record my/our presence at the 45th Annual General Meeting of the Company, to be held on Monday, 25th September, 2017 at 11.00 a.m. at the Registered Office of the Company at 88-B, Government Industrial Estate, Kandivli (West), Mumbai - 400 067.

Member's/Proxy'/Authorised
name (In Block Letters)

Member's/Proxy's /Authorised
Representative's Signature

Notes :

1. Please fill in the Folio/DP ID-Client ID No., name and sign the Attendance Slip and hand it over at the Attendance Verification Counter at the **ENTRANCE OF THE MEETING HALL**.

PLEASE BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING HALL

..... Cut Here

ELECTRONIC VOTING PARTICULARS

EVS (Electronic Voting Sequence Number)	User ID	(PAN / SEQ. No.)

Note: Please read the instructions given under the Note (Procedure & Instruction For E-voting) to the Notice of 45th Annual General Meeting. The e-voting time starts from Friday, 22nd September 2017 at 9.00 a.m. and ends on Sunday, 24th September 2017 at 5.00 p.m. The e-voting module shall be disabled by CDSL for voting thereafter.

The map displays a proposed bus route from Remson Industries to Kandivli. The route is highlighted in blue and orange. Key stops and travel details are as follows:

- Remson Industries:** 15 min, 3.9 km
- Gaothar:** 17 min, 4.2 km
- Kandivli:** 18 min, every 9 mins

The map also shows surrounding areas and roads, including Charkop, Jankalyan, Malad, and Kandivli. Key roads like RSC Rd Number 25, RDP Rd Number 4, and Mathuradas Road are labeled.

