Fedders Electric & Engineering Ltd.
(Formerly Fedders Lloyd Corporation Ltd.)
159, Okhla Industrial Estate, Phase-III, New Delhi - 110 020 (INDIA)
Tel. : +91-11-40627200, 40627300 Fax : +91-11-41609909
CIN : L29299UP1957PLC021118

29th August, 2017

To,
BSE Ltd.
P J Towers, Dalal Street
Mumbai - 400001, Maharashtra
Scrip Code: 500139

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai 400005,
Maharashtra
NSE Symbol: FEDDERELEC

Sub.: Notice of 61st Annual General Meeting (AGM") and Newspaper Advertisement for completion of despatch of Notice

Dear Sirs,

With reference to the captioned subject, we have attached herewith the following documents for your reference:

1. Notice of 61st AGM of the Company scheduled to be held on Friday, 22nd September, 2017 at 09:30 a.m. at the registered office of the Company situated at 6 and 6/1, UPSIDC, Industrial Area, Sikandrabad, District Bulandshahr 203205, Uttar Pradesh.

2. Newspaper Advertisement published in Financial Express (English) and Jansatta (Hindi) for the completion of despatch of Notice of 61st AGM, Remote E-voting and Book Closure.

You are requested to take the aforesaid information on record and oblige.

Thanking You,

Yours faithfully,

FOR FEDDERS ELECTRIC AND ENGINEERING LIMITED

PULKIT BHASIN
COMPANY SECRETARY
ICSI MEM NO: A27686

FEDDERS ELECTRIC AND ENGINEERING LTD. New Delhi

FEDDERS ELECTRIC AND ENGINEERING LIMITED

(Formerly Fedders Lloyd Corporation Limited)
CIN: L29299UP1957PLC021118
Registered Office: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205, Uttar Pradesh (India)
Corporate Office:159, Okhla Industrial Estate, Phase-III, New Delhi-110020 (India)
Phone No.: +91-11-40627200, 40627300, **Fax No.:** +91-11-41609909
Website: www.fedderselectric.com, **Email:** investor.relations@fedderselectric.com

NOTICE

Notice is hereby given that the 61st Annual General Meeting (AGM) of Fedders Electric and Engineering Limited will be held on Friday, 22nd September, 2017 at 09:30 a.m. at the Registered Office of the Company situated at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203 205, Uttar Pradesh (India) to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2017, together with the Reports of the Board of Directors and Auditors thereon.

2. To declare dividend on equity shares of the Company for the financial year ended 31st March, 2017.

3. To appoint a director in place of Mr. Sham Sunder Dhawan (DIN: 00528056), who retires by rotation and being eligible, offers himself for re-appointment.

4. To appoint M/s. Goel Garg & Co., Chartered Accountants as Statutory Auditors 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 139 and 142 of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014 and any other applicable provisions of the Act (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to appoint M/s. Goel Garg & Co., Chartered Accountants (ICAI Firm Registration No. 000397N) as Statutory Auditors of the Company in place of M/s. Suresh C. Mathur & Co., Chartered Accountants (ICAI Firm Registration No. 000891N), the retiring Statutory Auditors of the Company, to hold office for a term of 5 (five) years from the conclusion of this Annual General Meeting ("AGM") upto the conclusion of the 66th (Sixty Sixth) AGM of the Company, subject to ratification of such appointment by the Members at every subsequent AGM, on such remuneration as may be agreed upon between the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute) and the Statutory Auditors.

   RESOLVED FURTHER THAT the Board be and is hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be considered necessary, proper, desirable or expedient to give effect to this resolution.**"**

SPECIAL BUSINESS

5. To approve the re-appointment of Mr. Brij Raj Punj (DIN: 00080956) as the Managing Director of the Company and payment of remuneration and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable provisions of the Act (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute) and provisions of the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Brij Raj Punj (DIN: 00080956) as the Managing Director of the Company for a further period of 5 (five) years w.e.f. 24th December, 2017 on such terms and conditions including remuneration as stated in the explanatory statement attached hereto, with the power to the Board to grant increments and alter and vary the terms and conditions including remuneration, subject to the same not exceeding the overall ceiling of the total managerial remuneration as provided under Section 197 of the Act or such other limits as may be prescribed from time to time in accordance with the Remuneration Policy of the Company.

   RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, notwithstanding anything to the contrary herein contained, during his

tenure, the aforesaid remuneration shall be paid as minimum remuneration subject to the provisions of Part II of Schedule V of the Act or any amendments thereto.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or expedient to give effect to this resolution and/or to make any modification as may be deemed necessary in the best interest of the Company."

6. To approve the re-appointment of Mr. Sham Sunder Dhawan (DIN: 00528056) as the Whole-time Director of the Company and payment of 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 Sections 196, 197 and 203 read with Schedule V of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable provisions of the Act (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute) and provisions of the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Sham Sunder Dhawan (DIN: 00528056) as the Whole-time Director of the Company for a further period of 2 (two) years w.e.f. 26th April, 2018 on such terms and conditions including remuneration as stated in the explanatory statement attached hereto, with the power to the Board to grant increments and alter and vary the terms and conditions including remuneration, subject to the same not exceeding the overall ceiling of the total managerial remuneration as provided under Section 197 of the Act or such other limits as may be prescribed from time to time in accordance with the Remuneration Policy of the Company.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, notwithstanding anything to the contrary herein contained, during his tenure, the aforesaid remuneration shall be paid as minimum remuneration subject to the provisions of Part II of Schedule V of the Act or any amendments thereto.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or expedient to give effect to this resolution and/or to make any modification as may be deemed necessary in the best interest of the Company."

7. To approve the appointment of Mr. Akhter Aziz Siddiqi (DIN: 07726807) as the Whole-Time Director of the Company and payment of 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 Mr. Akhter Aziz Siddiqi (DIN: 07726807) who has been appointed as an Additional Director of the Company by the Board of Directors w.e.f. 9th February, 2017 and holds office upto the date of the ensuing Annual General Meeting in accordance with the provisions of Section 161 of the Companies Act, 2013 ("Act") and in respect of whom the Company has received a Notice in writing from a Member pursuant to Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable provisions of the Act (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute) and provisions of the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to appoint Mr. Akhter Aziz Siddiqi (DIN: 07726807) as the Whole-time Director, to be designated as "Whole-time Director & Chief Financial Officer" of the Company, for a period of 2 (two) years w.e.f. 9th February, 2017, on such terms and conditions including remuneration as stated in the explanatory statement attached hereto, with the power to the Board to grant increments and alter and vary the terms and conditions including remuneration, subject to the same not exceeding the overall ceiling of the total managerial remuneration as provided under Section 197 of the Act or such other limits as may be prescribed from time to time in accordance with the Remuneration Policy of the Company.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, notwithstanding anything to the contrary herein contained, during his tenure, the aforesaid remuneration shall be paid as minimum remuneration subject to the provisions of Part II of Schedule V of the Act or any amendments thereto.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or expedient to give effect to this resolution and/or to make any modification as may be deemed necessary in the best interest of the Company."

8. To ratify Remuneration of M/s. Jain Sharma & Associates, Cost Auditors 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 recommendation of Audit Committee and approval of the Board of Directors and provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹ 2,06,250/- (Rupees Two Lakhs Six Thousand Two Hundred and Fifty Only) plus service tax as applicable, payable to M/s. Jain Sharma & Associates, Cost Accountants (Firm Regn. No.: 000270) to carry out audit of cost records of the Company for the financial year 2017-18, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or expedient to give effect to this resolution and/or to make any modification as may be deemed necessary in the best interest of the Company."

By order of the Board of Directors
Fedders Electric and Engineering Limited

Pulkit Bhasin
Company Secretary
ACS: 27686
Add: 159, Okhla Industrial Estate, Phase-III, New Delhi 110020

Date: 10th August, 2017
Place: New Delhi

NOTES:

1. The explanatory statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out material facts relating to the Ordinary/Special Businesses to be transacted at the Annual General Meeting ("AGM"/"Meeting") is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED HEREWITH AND, IF INTENDED TO BE USED, IT SHOULD BE DEPOSITED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE COMMENCEMENT OF THE AGM.**

A PERSON CAN ACT AS A 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. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. Members are requested to:

i. Bring their copy of the Annual Report to the AGM.

ii. Quote their DP ID, Client ID, Folio No. for easier identification of attendance at the AGM.

iii. Update their email address, with their Depository Participants to enable the Company to send communications electronically, as recourse for using the natural resources responsibly.

4. Corporate members intending to send their authorized representatives to attend the AGM 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 AGM.

5. Documents referred to in the Notice and Explanatory Statement, if any, shall be open for inspection at the Company's registered office on working days, except Saturdays and Public Holidays, during business hours (09:30 a.m. to 06:00 p.m.) upto the date of the AGM.

6. The Register of Directors and Key Managerial Personnel and their share holding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which directors are interested, maintained under Section 189 of the Act, will be available for inspection by the Members at the AGM.

7. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 16th September, 2017 to Friday, 22nd September, 2017 (both days inclusive) for the purpose of AGM and payment of dividend, if declared at the AGM.

8. Every member during the period beginning 24 (Twenty Four) hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than 3 (three) days of notice in writing is given to the Company.

9. The Board of Directors of the Company, at its Meeting held on 30th May, 2017 has recommended a Dividend of Re. 1/- (Rupee One) per equity share (10%) for the financial year ended 31st March, 2017. The dividend, if declared at the ensuing AGM, shall be paid within 30 days from the date of declaration to those members whose names are on the Company's Register of Members after giving effect to valid transfers on Friday, 15th September, 2017 and to the beneficial owners as per list to be furnished by Depositories

viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as at the closure of business hours on Friday, 15th September, 2017.

10. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 15th September, 2017. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

11. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend.

12. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

13. The Securities and Exchange Board of India ("SEBI") has mandated to furnish copy of Permanent Account Number ("PAN") to the Company/ Registrar and Share Transfer Agent of the Company ("RTA") by the members for registration of transfer/transmission/transposition of shares of the Company in relation to securities market transactions and off-market/private transactions in physical form of listed companies. Hence, all prospective shareholders acquiring shares in physical form are requested to furnish a self-attested copy of PAN card alongwith their request for registration of transfer/transmission/transposition of shares to the Company/RTA.

14. Members desirous of getting any information on any items of businesses to be transacted at the AGM are requested to address their queries at the registered office of the Company at least 10 (ten) days prior to the date of the AGM, so that the information required can be made readily available at the AGM.

15. Pursuant to Section 72 of the Act, read with applicable rules made thereunder, facility for making nominations is available to the members in respect of the shares held by them. Form SH-13 i.e. Nomination Form can be obtained from the RTA by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination Form from their respective Depository Participants. Nomination Form can also be downloaded from the website of the Company i.e. www.fedderselectric.com.

16. For the convenience of the members and for proper conduct of the AGM, entry to the place of AGM will be regulated by the attendance slip, which is the part of the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue.

17. Transfer of Unclaimed and/or Unpaid Amounts to Investor Education and Protection Fund (IEPF):

17.1 In accordance with the provisions of Sections 124, 125 and other applicable provisions, if any, of the Act read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules") (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of 7 (seven) years from the date of transfer to the unpaid dividend account is required to be transferred to IEPF, maintained by the Central Government.

17.2 Accordingly, during the financial year 2017-18, the Company would be transferring unclaimed dividend amount for the financial year ended 30th June, 2010 on or before 29th January, 2018 to the IEPF. Members are requested to send the request for payment of such unclaimed dividend amount at least 15 (fifteen) days before the aforesaid due date for transfer.

17.3 In accordance with Section 124 (6) of the Act read with the IEPF Rules, all the shares in respect of which dividend has remained unclaimed or unpaid for 7 (seven) consecutive years or more are required to be transferred to the Demat Account of the IEPF Authority.

17.4 In accordance with the IEPF Rules, for cases wherein the period of 7 (seven) consecutive years provided under Section 124 (5) of the Act has been completed the due date of transfer of such shares shall be such date as may be notified by the Central Government. The Company has already sent notices to all such members. In case the Company receives no communication from the members, necessary steps will be initiated by the Company to transfer shares held by the members to the IEPF Authority without further notice. Please note that no claim shall lie against the Company in respect of the shares so transferred to the IEPF.

17.5 The shares transferred to the IEPF can be claimed back by the concerned members from IEPF Authority after complying with the procedure prescribed under the IEPF Rules. The details of the unclaimed dividends are available on the Company's website (www.fedderselectric.com) and the Ministry of Corporate Affairs' website (www.mca.gov.in).

18. The information in respect of unclaimed dividend due for transfer to the IEPF in future is given in the Corporate Governance Report forming part of the Annual Report. The Company has also uploaded the details of unpaid and unclaimed amounts lying with the Company as on

27th August, 2016 (date of last AGM) on the website of the Company and also filed the details with the Ministry of Corporate Affairs. Members, who have not yet encashed their dividend warrant for the financial year ended 30th June, 2010 and onwards, are requested to make their claims to the Company accordingly, without any delay.

19. Details pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) in respect of the appointment and re-appointment of Director(s) are set out in the explanatory statement and Annexures to the Notice. The Company has received relevant declarations from the Directors seeking their appointment/re-appointment.

20. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

21. Members are requested to notify change in their address, if any.

22. Notice is being sent by electronic mode to the members whose e-mail addresses have been registered with the Company/RTA/Depository Participants, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

23. To Support "Green Initiative", Members are requested to provide their e-mail addresses to the Company/RTA/ Depository Participants, as the case may be, for serving of documents by electronic mode.

24. The Notice of the 61st AGM is also available on the Company's website www.fedderselectric.com.

25. Voting through Electronic means:

In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the Listing Regulations and SS-2 issued by the ICSI, the Company is pleased to provide its members the facility to exercise their right to vote at the 61st AGM by electronic means and the businesses may be transacted through remote e-voting services provided by National Securities Depository Ltd. ("NSDL").

A. In case a Member receives an e-mail from NSDL (for Members whose e-mail addresses are registered with the Company/Depositories):

i. Open the e-mail and also open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.

ii. Open the internet browser and type the following URL: https://www.evoting.nsdl.com.

iii. Click on Shareholder – Login.

iv. If you are already registered with NSDL for e-voting then you can use your existing user ID and password.

v. Put user ID and password as initial password noted in step (i) above and click login.

vi. The "Password Change Menu" will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.

vii. Once the e-voting home page opens, click on e-voting>Active e-Voting Cycles.

viii. Select "EVEN" (E-Voting Event Number) of Fedders Electric and Engineering Limited which is 106955. Now you are ready for e-voting as Cast Vote page opens.

ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

x. Upon confirmation, the message "Vote cast successfully" will be displayed.

xi. Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.

xii. Institutional shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/ Authority Letter, Power of Attorney etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to schughpcs@gmail.com, with a copy marked to evoting@nsdl.co.in.

xiii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders, available at the downloads section of www.evoting.nsdl.com.

B. In case a Member receives physical copy of the Notice of AGM (for Members whose e-mail addresses are not registered with the Company/Depositories):

i. Initial password is provided in the enclosed attendance slip: EVEN (E-Voting Event Number), user ID and password.

ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xiii) above, to cast vote.

C. Login to e-voting website will be disabled upon 5 (five) unsuccessful attempts to key in the correct password. In such an event, you will need to go through "Forgot Password" option available on the site to reset the same.

D. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

E. Other Instructions:

i. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 15th September, 2017. 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 remote e-voting, as well as voting through ballot paper at the Meeting.

ii. The remote e-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for remote e-voting :

Commencement of remote e-voting	Tuesday, 19th September, 2017 (09:00 A.M. IST)
End of remote e-voting	Thursday, 21st September, 2017 (05:00 P.M. IST)

iii. Members can opt for only one mode of voting i.e., either through remote e-voting or by poll. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and poll shall be treated as invalid.

iv. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of Notice and holding shares as of the cut-off date, may obtain the Login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting vote.

v. The Board of Directors of the Company has appointed Mr. Sanjay Chugh, Practicing Company Secretary (ICSI Membership No. F3754 and C.P. No. 3073), as the Scrutinizer to scrutinize the remote e-voting process as well as polling process in a fair and transparent manner.

vi. The Scrutinizer shall, immediately after conclusion of the remote e-voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least 2 (two) witnesses not in the employment of the Company and make, not later than 3 (three) days of conclusion of the Meeting, a consolidated scrutinizer's report. The Scrutinizer shall submit his report to the Chairman of the Company or a person authorized by him in writing.

vii. The Chairman or in his absence, a person authorized by him in writing shall declare the results after receiving the Scrutinizer's Report.

viii. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.fedderselectric.com and on the website of NSDL www.evoting.nsdl.com and communicated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed.

ix. Queries relating to remote e-voting, shall be addressed to:

- **NSDL**

  Ms. Pallavi Mhatre
  Address : Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai-400013, Maharashtra
  Phone No.: 1800222990
  E-mail: evoting@nsdl.co.in

26. Members may also note that 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 cast their vote again at the AGM.

27. Since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM. The shareholders who will be physically present at the AGM shall be provided with ballot papers to cast their votes at the AGM.

28. The complete particulars of the venue of the AGM including route map and prominent land mark for easy location are enclosed herewith. The route map of the Venue of the AGM is also hosted along with the Notice on the website of the Company i.e. www.fedderselectric.com.

By order of the Board of Directors
Fedders Electric and Engineering Limited

Pulkit Bhasin
Company Secretary
ACS: 27686
Add: 159, Okhla Industrial Estate, Phase-III, New Delhi 110020

Date: 10th August, 2017
Place: New Delhi

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ORDINARY BUSINESS

Item No. 4:

Pursuant to Section 139 of the Companies Act, 2013 ("Act") and the Rules made thereunder, it is mandatory to rotate the statutory auditors on completion of 2 (two) terms of 5 (five) consecutive years. The Rules also lay down the transitional period that can be served by the existing auditors depending on the number of consecutive years for which an audit firm has been functioning as auditor in the same company. The existing auditors, M/s. Suresh C. Mathur & Co., Chartered Accountants (ICAI Firm Registration No. 000891N) have served the Company for over 5 (five) decades before the Act was notified and will be completing the maximum number of transitional period of 3 (three) years at the ensuing 61st AGM.

In order to comply with the provisions of Section 139 of the Act, the Board of Directors of the Company on the recommendation of the Audit Committee, at their meeting held on 10th August, 2017, subject to the approval of the members of the Company at the forthcoming AGM, appointed M/s. Goel Garg & Co., Chartered Accountants (ICAI Firm Registration No. 000397N), as Statutory Auditors of the Company to hold office for a term of 5 (five) years from the conclusion of forthcoming AGM upto the conclusion of the 66th (Sixty Sixth) AGM of the Company, subject to ratification of such appointment by the Members at every subsequent AGM.

As required under Section 139 of the Act and Companies (Audit and Auditors) Rules, 2014, M/s. Goel Garg & Co., Chartered Accountants have confirmed and issued a certificate that their appointment, if made as aforesaid, will be in accordance within the limits specified under the Act and they meet the criteria for appointment as specified under Section 141 of the Act and they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Board, therefore, recommends the Ordinary Resolution at Item No. 4 of the Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the Resolution set out in Item No. 4 of the Notice.

SPECIAL BUSINESSES

Item No. 5:

Mr. Brij Raj Punj (DIN: 00080956) was re-appointed as the Managing Director of the Company for a further period of 5 (Five) years w.e.f. 24th December, 2012 by the Members of the Company at the AGM held on 27th December, 2012. Mr. Brij Raj Punj is designated as Chairman & Managing Director of the Company. The present term of his appointment as Managing Director is expiring on 23rd December, 2017.

Mr. Brij Raj Punj is an Engineering graduate from Brunell University of United Kingdom. He has a vast experience of over 46 years in the Industry. Under his stewardship and leadership, the Company has made a remarkable progress and has achieved tremendous growth and acquired goodwill and reputation in the business. Considering the valuable contributions, guidance and dynamic leadership of Mr. Brij Raj Punj and the growth that the Company has achieved during his tenure, it is recommended to re-appoint Mr. Brij Raj Punj as the Managing Director of the Company for a further term of 5 (five) years w.e.f. 24th December, 2017 to 23rd December, 2022. Mr. Punj is presently aged 71 years; hence approval of the members for his re-appointment is being sought by way of a Special Resolution.

The terms of appointment and remuneration of Mr. Brij Raj Punj, Managing Director has been approved by the Board on recommendation of the Nomination and Remuneration Committee in their respective meetings held on 10th August, 2017 and it is proposed to continue to avail his services for a further period of 5 (five) years as the Managing Director with effect from 24th December, 2017 to 23rd December, 2022 for carrying out the business operations of the Company.

Mr. Brij Raj Punj satisfies all the conditions set out in Section 196 of the Companies Act, 2013 ("Act") and Part-I of Schedule V to the Act for being eligible for his re-appointment. He is not disqualified from being re-appointed as Director in terms of Section 164 of the Act.

During the period under review, 5 (Five) Board Meetings of the Company were held on 30th May, 2016, 28th July, 2016, 11th November, 2016, 9th February, 2017 and 18th February, 2017 respectively and Mr. Brij Raj Punj was present in all the said meetings.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Act.

Details of Mr. Brij Raj Punj are provided in the "Annexure" to the Notice pursuant to the provisions of the Listing Regulations and

Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI").

The details of remuneration payable to Mr. Brij Raj Punj are given below:

1.	Gross Remuneration	Gross monthly remuneration of ₹ 10,00,000/- (Rupees Ten Lakhs) with such increments as may be decided by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall also be deemed to include the Nomination and Remuneration Committee and/or any other sub-committee thereof constituted by the Board) from time to time whether paid as salary, allowance(s), perquisites or any combination thereof.
2.	Perquisites	Perquisites shall be given as per Rules of the Company.
3.	Commission	Commission, if any, shall be paid over and above the total remuneration as mentioned hereinabove based on the net profits of the Company, computed in accordance with the provisions of the Act, in a particular financial year as may be determined by the Board.

Provided that the following perquisites shall not be included in computation of ceiling on remuneration:

a. Contribution to provident fund, superannuation fund or annuity fund, as per rules of the Company.

b. Gratuity payable as per rules of the Company.

c. Encashment of leave at the end of tenure, as per rules of the Company.

d. Free use of two Company's car with drivers and free use of Company's telephone at his residence and mobile phone.

e. Out of pocket expenses incurred in course of the official duties.

Other Benefits:

i. Premium for insurance shall be paid in accordance with rules and policies of the Company.

ii. Housing Loan or other facilities as applicable and in accordance with the rules and policies of the company.

iii. Any other benefits, facilities, allowances and expenses as may be allowed under the rules of the Company/scheme and available to other employees.

The total remuneration including salary, perquisites and allowances and commission shall not exceed 5% of the net profit individually and 10% of the net profit collectively payable to the Managing Director(s)/Whole-time Director(s) in any year computed in the manner laid down under Sections 197 and 198 of the Act.

The Board, therefore, recommends the Special Resolution at Item No. 5 of the Notice for approval by the Members.

Except Mr. Brij Raj Punj, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item no. 5 of this Notice.

Item No. 6:

Mr. Sham Sunder Dhawan (DIN: 00528056) was re-appointed as the Whole-time Director of the Company w.e.f. 26th April, 2016. The terms of his re-appointment including remuneration were approved by the shareholders in the AGM held on 27th August, 2016 for a further period of 2 (two) years w.e.f. 26th April, 2016. Consequently, the tenure of his office as Whole-time Director of the Company is getting expired on 25th April, 2018.

Mr. Sham Sunder Dhawan holds Master Degree in Political Science and Business Administration. He has more than 44 years of experience in Sales, Marketing, Business Operations and Development. Keeping in view that Mr. Sham Sunder Dhawan has rich and varied experience in the industry and has been involved in the operations of the Company over a long period of time, it would be in the interest of the Company to continue the employment of Mr. Dhawan as the Whole-time Director of the Company for a further period of 2 (two) years w.e.f. 26th April, 2018.

Pursuant to the recommendation of Nomination and Remuneration Committee of the Board of Directors and provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Board of Directors of the Company passed a resolution on 10th August, 2017 approving re-appointment of Mr. Sham Sunder Dhawan as the Whole-time Director of the Company for a further period of 2 (two) years with effect from 26th April, 2018. This re-appointment is subject to the approval of the members at this AGM.

Mr. Sham Sunder Dhawan satisfies all the conditions set out in Section 196 of the Act and Part-I of Schedule V to the Act for being eligible for his re-appointment. He is not disqualified from being re-appointed as Director in terms of Section 164 of the Act.

During the period under review, 5 (five) Board Meetings of the Company were held on 30th May, 2016, 28th July, 2016, 11th November, 2016, 9th February, 2017 and 18th February, 2017 respectively and Mr. Sham Sunder Dhawan was present in all the said meetings.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Act.

Details of Mr. Sham Sunder Dhawan are provided in the "Annexure" to the Notice pursuant to the provisions of the Listing Regulations and SS-2 issued by the ICSI.

The details of remuneration payable to Mr. Sham Sunder Dhawan are given below:

1.	Gross Remuneration	Gross monthly remuneration of ₹ 9,05,494 (includes perquisites and allowances) with such increments as may be decided by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall also be deemed to include the Nomination and Remuneration Committee and/or any other sub-committee thereof constituted by the Board) from time to time whether paid as salary, allowance(s), perquisites or a combination thereof.
2.	Perquisites & Allowances	Perquisites & Allowances shall be given as per Rules of the Company and may include the following: a. Accommodation (furnished or otherwise) or House Rent Allowance in lieu thereof b. Leave Travel Concession for self and family c. Utility Allowances d. Re-imbursement of expenses e. Club fees f. Medical Insurance g. Company's contribution to provident fund, superannuation fund or annuity fund h. Payment of Gratuity and other retirement benefits i. Encashment of leave
3.	Commission	Commission, if any, shall be paid over and above the total remuneration as mentioned hereinabove based on the net profits of the Company, computed in accordance with the provisions of the Act, in a particular financial year as may be determined by the Board.

The total remuneration including salary, commission, perquisites and allowances shall not exceed 5% of the net profit individually and 10% of the net profit collectively payable to the Managing Director(s)/Whole-time Director(s) in any year computed in the manner laid down under Sections 197 and 198 of the Act.

In addition to the above, Mr. Dhawan shall also be entitled to the following benefits as per rules of the Company or as may be approved by the Board of Directors from time to time:

A. Out of pocket expenses incurred in course of the official duties.

B. Any other benefits, facilities, allowances and expenses as may be allowed under the rules/schemes of the Company.

The Board, therefore, recommends the Ordinary Resolution at Item No. 6 of the Notice for approval by the Members.

Except Mr. Sham Sunder Dhawan, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item no. 6 of this Notice.

Item No. 7:

Pursuant to the recommendation of the Nomination and Remuneration Committee, Mr. Akhter Aziz Siddiqi (DIN: 07726807) was appointed as an Additional Director on the Board of the Company with effect from 9th February, 2017 to hold office up to the date of the ensuing 61st Annual General Meeting. Mr. Siddiqi has also been appointed as the Whole-time Director of the Company with effect from 9th February, 2017 to be designated as the "Whole-time Director & Chief Financial Officer" of the Company, subject to the approval of the Members.

Mr. Akhter Aziz Siddiqi (DIN: 07726807) holds a Master degree in Commerce and possesses more than 34 years of experience and knowledge in the field of finance and accounts and other allied areas. He has been involved in the operations of the Company over three decades and it would be in the interest of the Company to appoint Mr. Akhter as the Whole-time Director of the Company for a period of 2 (two) years with effect from 9th February, 2017.

Mr. Siddiqi satisfies all the conditions set out in Section 196 of the Companies Act, 2013 ("Act") and Part-I of Schedule V to the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

After the appointment of Mr. Siddiqi on the Board, 2 (two) Board Meetings were held on 9th February, 2017 and 18th February, 2017 respectively. He has attended all Board Meetings held after his appointment as Whole-time Director.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Act.

Details of Mr. Siddiqi are provided in the "Annexure" to the Notice pursuant to the provisions of the Listing Regulations and SS-2 issued by the ICSI.

The details of remuneration payable to Mr. Akhter Aziz Siddiqi are given below:

1.	Gross Remuneration	Gross Monthly remuneration in the scale from ₹ 2,80,000/- to ₹ 4,00,000/- for a period of 2 (two) years, with such increments as may be decided by the Board of Directors (hereinafter referred to as "the Board" which term shall also be deemed to include the Nomination and Remuneration Committee and/or any other sub-committee thereof constituted by the Board) within the scale from time to time whether paid as salary and/or allowance(s) or a combination thereof.
2.	Perquisites	The perquisites shall be paid as per the Rules of the Company in accordance with the provisions of the Income Tax Act, 1961.
3.	Commission	Commission, if any, shall be paid over and above the total remuneration as mentioned hereinabove based on the net profits of the Company, computed in accordance with the provisions of the Act, in a particular financial year as may be determined by the Board.

The total remuneration including salary, perquisites and allowances and commission shall not exceed 5% of the net profit individually and 10% of the net profit collectively payable to the Managing Director(s)/Whole-time Director(s) in any year computed in the manner laid down under Sections 197 and 198 of the Act.

The Board, therefore, recommends the Ordinary Resolution at Item No. 7 of the Notice for approval by the Members.

Except Mr. Akhter Aziz Siddiqi, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item no. 7 of this Notice.

Item No. 8:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 ("Act") and the Companies (Audit and Auditors) Rules, 2014, the Board, on the recommendation of the Audit Committee, at its meeting held on 30th May, 2017 has approved the appointment of M/s. Jain Sharma and Associates, Cost Accountants (Firm Registration No. 000270) as the Cost Auditors of the Company for the financial year 2017-18 at a remuneration of ₹ 2,06,250 (Rupees Two Lakhs Six Thousand Two Hundred and Fifty Only) plus service tax as applicable. The remuneration payable to the Cost Auditors is required to be ratified by the Shareholders in accordance to the provisions of the Act.

M/s. Jain Sharma and Associates, Cost Accountants (Firm Registration No. 000270) have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company and confirmed that they are not disqualified under the provisions of Section 148 read with Sections 139 and 141 of the Act and their appointment would be within the limits prescribed under Section 141 of the Act.

Accordingly, the consent of the Members is being sought for ratification of the remuneration payable to Cost Auditors of the Company for the financial year 2017-18.

The Board, therefore, recommends the Ordinary Resolution at Item No. 8 of the Notice for approval by the Members.

None of the Directors and Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item no. 8 of this Notice.

Brief Profile of the Directors seeking appointment/re-appointment in the 61st AGM in pursuance of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India:

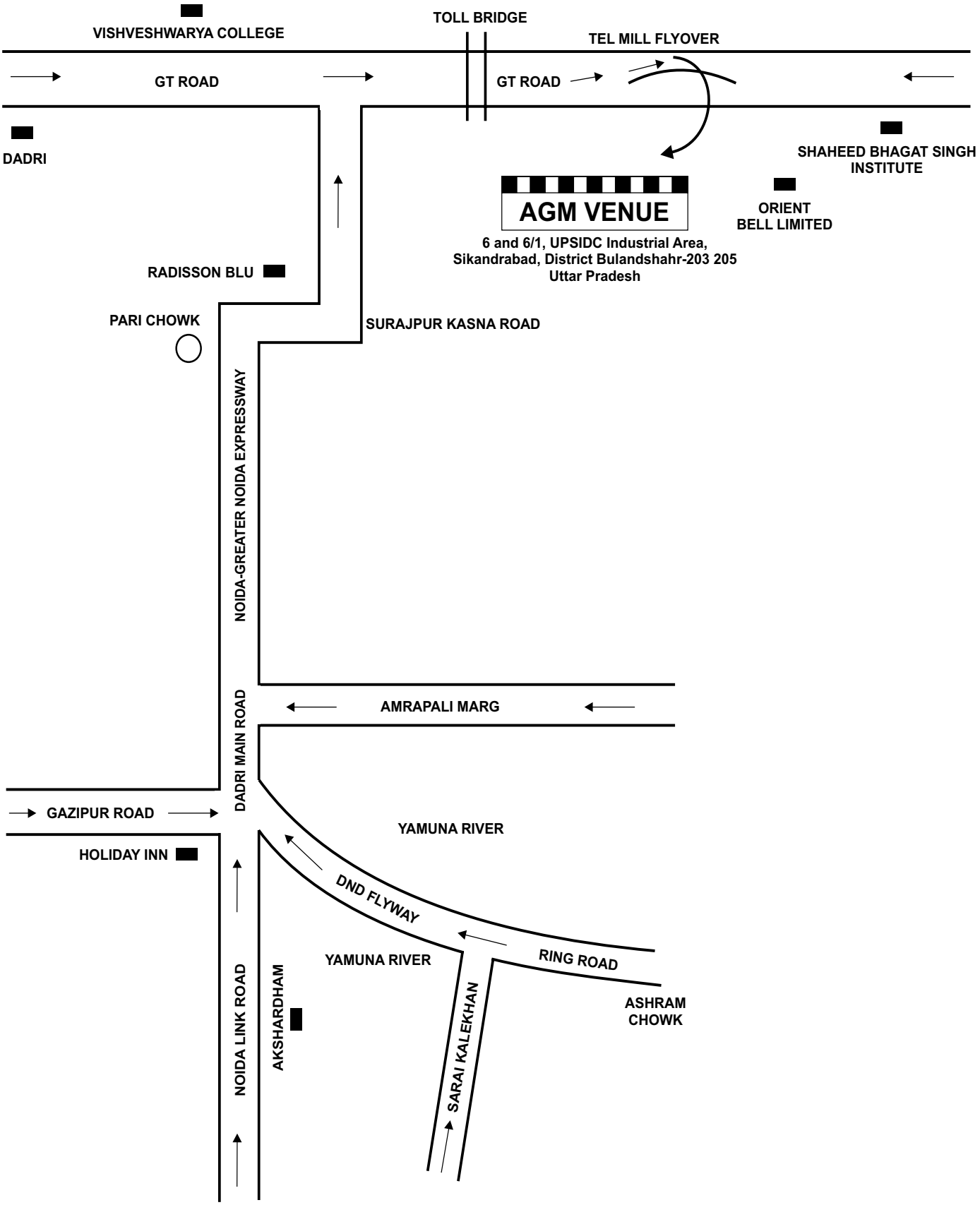
PARTICULARS	NAME OF DIRECTORS		
Name	**Mr. Brij Raj Punj**	**Mr. Sham Sunder Dhawan**	**Mr. Akhter Aziz Siddiqi**
Director's Identification Number (DIN)	00080956	00528056	07726807
Age	71 years	62 years	56 years
Qualifications	Engineering Graduate from Brunell University of United Kingdom	Master Degree in Political Science and Business Administration	Master Degree in Commerce
Date of first appointment on the Board	2nd June, 1980	26th April, 2008	9th February, 2017
Nature of Expertise in Specific Functional Area	More than 46 years of vast experience in the Industry	More than 44 years of experience in Sales, Marketing, Business Operations and Development.	More than 34 years of experience in Finance and Accounts and other allied areas
List of Directorships of other Boards	• LEEL Electricals Limited (Formerly Lloyd Electric & Engineering Ltd.) • Airserco Private Limited • Fedders Sales Pvt. Ltd. (Formerly Lloyd Sales Pvt. Ltd.) • Fedders Aircool Pvt. Ltd. (Formerly Lloyd Aircon Pvt. Ltd.) • Fedders Manufacturing Pvt. Ltd. (Formerly Lloyd Manufacturing Pvt. Ltd.) • PSL Engineering Pvt. Ltd. • Regal Information Technology Pvt. Ltd. • Fedders Credits Ltd. (Formerly Lloyd Credits Ltd.) • Punj Engineering Pvt. Ltd. • Fedders Infotech (India) Pvt. Ltd. (Formerly Lloyd Infotech (India) Pvt. Ltd.) • Punj Services Pvt. Ltd. • Fedders IT Technology Pvt. Ltd. (Formerly Lloyd IT Technology Pvt. Ltd.) • Fedders Stock & Investments Pvt. Ltd. (Formerly Lloyd Stock & Investments Pvt. Ltd.) • Pandit Kanahaya Lal Punj Private Limited	• Fedders IT Technology Private Limited (Formerly Lloyd IT Technology Private Limited)	-
Chairmanship/ Membership of Committees of other Boards	Chairmanship in Committee of Board of Directors of LEEL Electricals Limited	Nil	Nil
Number of Shares held in the Company	16,32,667	Nil	Nil
Relationship between Directors inter-se	NIL	Nil	Nil
Last Salary Drawn (in ₹)	₹ 7,70,466 per month	₹ 9,05,494 per month	₹ 3,08,220 per month

By order of the Board of Directors
Fedders Electric and Engineering Limited

Pulkit Bhasin
Company Secretary
ACS: 27686
Add: 159, Okhla Industrial Estate,
Phase-III, New Delhi 110020

Date: 10th August, 2017
Place: New Delhi

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING



FEDDERS ELECTRIC AND ENGINEERING LIMITED

(Formerly Fedders Lloyd Corporation Limited)
CIN : L29299UP1957PLC021118
Registered Office: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205, Uttar Pradesh, India
Corporate Office: 159, Okhla Industrial Estate, Phase-III, New Delhi - 110020, India
Phone No: +91-11-40627200, 40627300, **Fax No:** +91-11-41609909
Website: www.fedderselectric.com, **Email:** investor.relations@fedderselectric.com

ATTENDANCE SLIP

61st Annual General Meeting
Friday, 22nd September, 2017

Name & Address of the Member

Joint holder, if any
Folio No. / D.P. & Client I.D. No

No. of Equity Shares held

Name of the Proxy /
Representative, if any

I/ we hereby record my/our presence at the 61st Annual General Meeting ("AGM") of the Company, being held at its registered office at 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205 Uttar Pradesh, India on Friday, 22nd day of September, 2017 at 09:30 A.M.

(Signature of the Shareholder/Proxy/Authorised Representative)

IMPORTANT : This attendance slip may please be handed over at the entrance of the Meeting Hall.

VOTING THROUGH ELECTRONIC MEANS

Shareholders may please note the electronic voting particulars set out below for the purpose of e-voting in terms of section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN

The remote e-voting period commences on Tuesday, 19th September, 2017 (09:00 A.M.) and ends on Thursday, 21st September, 2017 (05:00 P.M.).
The e-voting details and instructions form an integral part of the Notice of the 61st AGM.

FEDDERS ELECTRIC AND ENGINEERING LIMITED

(Formerly Fedders Lloyd Corporation Limited)
CIN : L29299UP1957PLC021118
Registered Office: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205, Uttar Pradesh, India
Corporate Office: 159, Okhla Industrial Estate, Phase-III, New Delhi - 110020, India
Phone No: +91-11-40627200, 40627300, **Fax No:** +91-11-41609909
Website: www.fedderselectric.com, **Email:** investor.relations@fedderselectric.com

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]

Name of the Member — Folio no./DP & Client I.D. No.
Registered Address
E-mail I.D.

I/We, being the member(s) of Fedders Electric and Engineering Limited, holding ..... shares hereby appoint:

1. Name:.....E-mail I.D. :.....
   Address:.....Signature:.....or failing him/her;
2. Name:.....E-mail I.D. :.....
   Address:.....Signature:.....or failing him/her;
3. Name:.....E-mail I.D. :.....
   Address:.....Signature:.....or failing him/her;

as my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 61st Annual General Meeting of the Company, to be held at its registered office at 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205 Uttar Pradesh, India on Friday, 22nd Day of September, 2017 at 09:30 A.M. and at any adjournment thereof in respect of Resolutions as indicated below:

Sl. No.	Resolution	For*	Against*
Ordinary Business			
1.	Adoption of Audited financial statements for the year ended 31st March, 2017 together with the Reports of Directors and Auditors thereon		
2.	Declaration of dividend for the financial year 2016-17		
3.	Re-appointment of Mr. Sham Sunder Dhawan (DIN: 00528056) as Director, who retires by rotation		
4.	Appointment of M/s. Goel Garg & Co., Chartered Accountants, as the Statutory Auditors of the Company		
Special Business			
5.	Re-appointment of Mr. Brij Raj Punj (DIN: 00080956) as the Managing Director of the Company		
6.	Re-appointment of Mr. Sham Sunder Dhawan (DIN: 00528056) as the Whole-time Director of the Company		
7.	Appointment of Mr. Akhter Aziz Siddiqi (DIN: 07726807) as Whole-time Director of the Company		
8.	Ratification of Remuneration of M/s. Jain Sharma & Associates, Cost Auditors of the Company		

Signed this _____ day of _____ 2017

..... Signature of Proxy Holder(s)

..... Signature of Shareholder

Affix Revenue Stamp

Notes :
This form of Proxy, in order to be effective, should be deposited at the Registered of the Company, not later than 48 Hours before the commencement of the AGM.
For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 61st AGM.
*This is only optional. Please put a (✓) in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, the Company is providing remote e-voting facility by electronic means to its Members to enable them to cast their vote electronically on the items mentioned in the Notice of the AGM. The Company has engaged services of "National Securities Depository Limited (NSDL)" as an Authorised Agency to provide e-voting facility to its Members. A Member can download the Notice of the AGM also from website of M/s. NSDL: www.evoting.nsdl.com.

The remote e-voting period would commence on Tuesday, 19th September, 2017 (9.00 A.M. (IST)) and end on Thursday, 21st September, 2017 (5.00 P.M. (IST)) and during this period the Members of the Company as on the Cut-off Date may cast their vote by electronic means. The remote e-voting module shall be disabled by NSDL and the Members shall not be able to cast their vote electronically after 5.00 PM (IST) on 21st September, 2017. Once a vote on the resolution is cast and submitted, the Member shall not be allowed to change it subsequently. Further details and procedure for e-voting have been mentioned in the Notice of the AGM.

The Cut-off Date has been fixed as 16th September, 2017 for determining the eligibility to vote through e-voting or through Ballot Paper, at the AGM. 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 remote e-voting or voting at the AGM.

The facility for voting through Ballot Paper shall be made available at the AGM venue and Members who have not already cast their vote by remote-e-voting shall be able to exercise their vote at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM, may also attend the AGM but shall not be entitled to cast their vote again. In case the Members cast their votes through both the processes i.e. remote e-voting and Ballot Paper, the votes in the electronic system would be considered and votes in the Ballot Paper would be ignored.

Any person who becomes a Member of the Company after the dispatch of Notice of the AGM and holding shares as on the Cut-off Date i.e 16th September, 2017, can follow the process for generating the Login ID and Password as provided in the Notice of the AGM. If such a Member is already registered with NSDL for e-voting, the existing User ID and Password can be used for casting vote. Such Member can also obtain the User ID and Password by sending an email to NSDL at evoting@nsdl.co.in.

In case of any grievance connected with e-voting, the Members may write to Mr. Rajiv Ranjan, Assistant Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th & 5th Floors, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013 at telephone No. 022-24994738 or toll free No. 1800-222-990 or at email ID: evoting@nsdl.co.in or refer to the Frequently Asked Questions (FAQ) for Shareholders and e-voting manual for Shareholders, available under the Downloads section of NSDL's e-voting website- www.evoting.nsdl.com.

Members holding equity shares of the Company in electronic mode who have not registered their e-mail address are requested to register their e-mail address through their Depository Participant (DP) and Members holding equity shares in physical form are requested to register their e-mail address with M/s MCS Share Transfer Agents Limited, Registrar and Share Transfer Agent (RTA) of the Company, to enable us to send documents through electronic mode in future. The address of the RTA is: F-65, Okhla Industrial Area, Phase-I, New Delhi-110020. Phone No. 011-41406149.

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 the Proxy need not be a Member of the Company. Proxies, in order to be effective must be lodged with the Company not less than 48 hours before the commencement of the Annual General Meeting i.e. latest by 1030 hours on Wednesday, 20th September, 2017.

The Results of voting shall be declared within 2 days of the conclusion of the AGM of the Company. The Results declared alongwith the Report of the Scrutiniser shall be made available on the website of the Company: www.sail.co.in under the section "Investor Relations" and on NSDL's e-voting website: www.evoting.nsdl.com. These results will also be communicated to the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

For Steel Authority of India Limited

Sd/-
(M.C. Jain)
ED (F&A) and Company Secretary

Place: New Delhi
Date: 28th August, 2017

Registered Office: Ispat Bhawan, Lodi Road, New Delhi 110 003
Corporate Identity Number : L27109DL1973GOI006454, Website: www.sail.co.in

There's a little bit of SAIL in everybody's life

SBI

IT- Special Projects – III Department
State Bank of India, GITC Nerul Complex, Om Sagar Building,
3rd Floor, Plot No D/222-2, MIDC Nerul, Navi Mumbai – 400 706.

Expression of Interest (EOI)

FEDDERS ELECTRIC AND ENGINEERING LIMITED

(Formerly Fedders Lloyd Corporation Limited)
CIN: L29299UP1957PLC021118
Registered Office: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205, Uttar Pradesh (India)
Corporate office: 159, Okhla Industrial Estate, Phase-III, New Delhi-110020
Phone No.: +91-11-40627200, 40627300, Fax No.: +91-11-41609909
Website: www.fedderselectric.com
E-mail: investor.relations@fedderselectric.com

NOTICE OF 61ST ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

1. NOTICE is hereby given that the 61st Annual General Meeting ("AGM") of the Members of Fedders Electric and Engineering Limited ("Company") will be held on Friday, 22nd September, 2017 at 09:30 a.m. at the Registered Office of the Company situated at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203 205 Uttar Pradesh (India) to transact the businesses as set forth in the Notice convening the AGM.
2. The copies of the Notice of the AGM have been (i) sent by electronic mode to all the Members whose e-mail IDs are registered with the Company/Depository Participant; and (ii) despatched by permitted mode to all other members to their registered addresses who have not registered their e-mail addresses. The despatch of the Notice of the AGM has been completed on Monday, 28th August, 2017. The Notice of the AGM is available on the Company's website i.e. http://www.fedderselectric.com.
3. **Remote E-voting**
   In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules made thereunder read with 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 its Members holding shares in physical or dematerialised form as on the cut-off date i.e. Friday, 15th September, 2017 enabling them to cast their votes electronically on the businesses as set forth in the Notice of the AGM through remote e-voting system of National Securities Depository Limited ("NSDL") from a place other than the venue of the AGM. The procedure to cast vote using remote e-voting system has been described in the Notice of the AGM. The Members may please note that:
   a) The remote e-voting period shall remain open from 09:00 a.m. on Tuesday, 19th September, 2017 to 05:00 p.m. on Thursday, 21st September, 2017.
   b) Any person, who acquires shares of the Company and becomes member of the Company after despatch of the Notice of the AGM and holding shares as on the cut-off date i.e. 15th September, 2017, may obtain the Login ID and Password by sending a request at evoting@nsdl.co.in. However, if a person is already registered with NSDL for remote e-voting then existing User ID and Password can be used for casting vote.
   c) The remote e-voting shall be disabled by NSDL for voting beyond Thursday, 21st September, 2017 (05:00 p.m.) and Members will not be allowed to vote beyond the aforesaid time. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
   d) The facility for voting through ballot papers will be provided at the AGM to those members who have not cast their votes by remote e-voting. Member may participate in the AGM even after exercising right to votes by remote e-voting but shall not be allowed to vote again at the AGM. The voting rights of members shall be in proportion to the equity shares held by them as on the cut-off date.
   e) 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 remote e-voting, as well as voting through ballot paper at the AGM.
   f) The Notice of the AGM is also available on NSDL's website www.evoting.nsdl.com. In case of any queries, Members may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of https://www.evoting.nsdl.com or contact Ms. Pallavi Mhatre, Add.: Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai, Maharashtra-400013, Toll Free No: 1800222990, E-mail: evoting@nsdl.co.in.
4. **Book Closure**
   Pursuant to Section 91 of the Companies Act, 2013 and the Rules made thereunder read with Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, Notice is further given that the Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 16th September, 2017 to Friday, 22nd September, 2017 (both days inclusive) for the purpose of AGM and payment of dividend, if approved at the AGM.

By the Order of the Board of Directors
For Fedders Electric and Engineering Limited
Sd/-
Pulkit Bhasin
Company Secretary
ACS 27686

Place: New Delhi
Date: 29th August, 2017

कर्मचारियों के अनुषंगी लाभ पर लगेगा जीएसटी

नई दिल्ली, 28 अगस्त (भाषा)।

अगर कोई कर्मचारी अपने नियोक्ता से गैर-मौद्रिक वेतन के अतिरिक्त यानी अनुषंगी लाभ (फ्रिज बेनिफिट) लेता है तो वह नए माल व सेवा कर (जीएसटी) के दायरे में आएगा। केंद्रीय उत्पाद कर व सीमा शुल्क बोर्ड सीबीईसी ने जीएसटी के बारे में नवीनतम स्पष्टीकरणों में यह जानकारी दी है। इसके अनुसार कर्मचारी को दिया जाने वालो मौद्रिक मुआवजा आपूर्ति नहीं माना जाता और उस पर जीएसटी नहीं लगेगा। हालांकि मौद्रिक आय आयकर कानून के दायरे में रहेगी। बोर्ड ने कहा है,मुद्रा के रूप में कर्मचारी को मुआवजा आपूर्ति नहीं है। हालांकि अनुषंगी लाभ(फ्रिंज बेनिफिट) अगर वस्तु या सेवाओं की आपूर्ति के रूप में है और उस पर अगर छूट नहीं

● किराया आय के बारे में कहा गया है कि 20 लाख रुपए से कम सालाना किराया आय पर जीएसटी नहीं लगेगा।

तो यह कर दायरे में आएगा। किराया आय के बारे में इसमें कहा गया है कि 20 लाख रुपए से कम सालाना किराया आय पर जीएसटी नहीं लगेगा।

फेडर्स इलेक्ट्रिक एंड इंजीनियरिंग लिमिटेड

(पूर्व फेडर्स लॉयड कॉर्पोरेशन लिमिटेड)
CIN : L29299UP1957PLC021118
पंजीकृत कार्यालयः 6 व 6/1, यूपीएसआईडीसी, इंडस्ट्रियल एरिया, सिकंदराबाद, डिस्ट्रिक्ट बुलंदशहर 203205, उत्तर प्रदेश (इंडिया)
कॉरपोरेट कार्यालयः 159, ओखला इंडस्ट्रियल एस्टेट, फेस–III, नई दिल्ली–110020
फोन नं.: +91-11-40627200, 40627300, फैक्स नं0. +91-11-41609909
ईमेल आईडीः investor.relations@fedderselectric.com
वेबसाइटः www.fedderselectric.com

61वीं वार्षिक आम बैठक, रिमोट ई–वोटिंग और बुक क्लोजर की सूचना

1. एतद्द्वारा सूचना दी जाती है कि फीडर्स इलेक्ट्रिक एंड इंजीनियरिंग लिमिटेड ("कंपनी") के सदस्यों की 61वीं वार्षिक आम बैठक ("एजीएम") शुक्रवार, 22 सितम्बर, 2017 को प्रातः 09:30 बजे कम्पनी के पंजीकृत कार्यालय 6 एवं 6/1, यूपीएसआईडीसी इंडस्ट्रियल एरिया, सिकन्द्राबाद, जिला बुलंदशहर–203 205, उत्तर प्रदेश (भारत) में आयोजित की जाएगी जिसमें एजीएम के आयोजन की सूचना में निर्धारित किए गए कारोबार का निष्पादन किया जाएगा।
2. एजीएम की सूचना की प्रतियां (प) इलेक्ट्रॉनिक पद्धति में उन सभी सदस्यों को भेज दी गई हैं जिनके मेल आईडी कंपनी/डिपॉजिटरी प्रतिभागी के साथ पंजीकृत हैं, और (पप) स्वीकार्य पद्धति में सभी अन्य सदस्यों को उनके पंजीकृत पते पर भेज दी गई हैं जिनके ई–मेल आईडी पंजीकृत नहीं हैं। एजीएम की सूचना भेजने का कार्य सोमवार, 28 अगस्त, 2017 को पूरा कर लिया गया है। एजीएम की सूचना कंपनी की वेबसाइट http://www.fedderselectric.com पर उपलब्ध है।
3. **रिमोट ई–वोटिंग**
   कंपनी अधिनियम, 2013 की धारा 108 के प्रावधानों और उसके अधीन बनाए गए नियमों के साथ पठित भारतीय प्रतिभूति एवं विनिमय बोर्ड (सूचीयन बाध्यताएं एवं प्रकटीकरण आवश्यकताएं) विनियम, 2015 के विनियम 44 के अनुसरण में कंपनी कट–ऑफ तिथि अर्थात् शुक्रवार, 15 सितम्बर, 2017 को भौतिक या डिमेटिरियलाइज्ड प्रारूप में शेयर धारण करने वाले सभी सदस्यों को एजीएम के स्थान के अलावा किसी भी स्थान से नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड ("एनएसडीएल") के रिमोट ई–वोटिंग सिस्टम के माध्यम से एजीएम की सूचना में निर्धारित कारोबार पर अपना वोट इलेक्ट्रॉनिक रूप से देने में सक्षम बनाने के लिए रिमोट ई–वोटिंग सुविधा प्रदान करते हुए प्रसन्न है। रिमोट ई–वोटिंग के माध्यम से वोट देने की प्रक्रिया एजीएम की सूचना में वर्णित की गई है। सदस्यगण कृपया नोट करें कि :
   क) रिमोट ई–वोटिंग अवधि मंगलवार, 19 सितम्बर, 2017 को प्रातः 09:00 बजे से बृहस्पतिवार, 21 सितम्बर, 2017 को सायं 5:00 बजे तक खुली रहेगी।
   ख) कोई भी व्यक्ति, जो एजीएम की सूचना भेजे जाने के बाद कंपनी के शेयर प्राप्त करता है और कंपनी का सदस्य बनता है और कट–ऑफ तिथि अर्थात् 15 सितम्बर, 2017 को शेयर धारित करता है, वह evoting@nsdl.co.in पर अनुरोध भेजकर लॉगइन आईडी एवं पासवर्ड प्राप्त कर सकता है। तथापि, यदि व्यक्ति रिमोट ई–वोटिंग के लिए पहले से ही एनएसडीएल के साथ पंजीकृत है तो वह अपना वोट देने के लिए वर्तमान यूजर आईडी एवं पासवर्ड का प्रयोग कर सकता है।
   ग) एनएसडीएल द्वारा बृहस्पतिवार, 21 सितम्बर, 2017 के बाद वोटिंग के लिए रिमोट ई–वोटिंग हटा लिया जाएगा और सदस्यों को उपरोक्त वर्णित समय के बाद वोट देने की अनुमति नहीं होगी। एक बार सदस्य द्वारा प्रस्ताव पर वोट देने के पश्चात सदस्य द्वारा बाद में उसे बदलने की अनुमति नहीं होगी।
   घ) जिन सदस्यों ने रिमोट ई–वोटिंग के माध्यम से अपना वोट नहीं दिया है उनके लिए एजीएम में बैलेट पेपर के माध्यम से वोट देने की सुविधा उपलब्ध करायी जाएगी। रिमोट ई–वोटिंग द्वारा अपना वोट देने के बाद भी सदस्यगण एजीएम में भाग ले सकते हैं लेकिन उन्हें एजीएम में दोबारा वोट देने की अनुमति नहीं होगी। सदस्यों का वोटिंग अधिकार उनके द्वारा कट–ऑफ तिथि को धारित इक्विटी शयरों के अनुपातिक होगा।
   ङ) एक व्यक्ति जिसका नाम कट–ऑफ तिथि को सदस्यों के रजिस्टर या डिपॉजिटरीज द्वारा तैयार किए गए लाभार्थी स्वामियों के रजिस्टर में दर्ज है, केवल वहीं रिमोट ई–वोटिंग की सुविधा का लाभ उठाने के साथ ही एजीएम में बैलेट पेपर से वोट देने के हकदार होंगे।
   च) एजीएम की सूचना एनएसडीएल की वेबसाइट www.evoting.nsdl.com पर भी उपलब्ध है। किसी भी पूछताछ के लिए सदस्यगण https://www.evoting.nsdl.com के डाउनलोड सैक्शन पर उपलब्ध सदस्यों के लिए अक्सर पूछे जाने वाले प्रश्न (एफएक्यू) और सदस्यों के लिए ई–वोटिंग यूजर मैनुअल को देख सकते हैं या सुश्री पल्लवी महात्रे, ट्रेड वर्ल्ड, ए विंग, चौथा एवं पांचवा तल, कमला मिल कम्पाउंड, लोवर पारेल, मुम्बई, महाराष्ट्र–400013, टोल फ्री नं. 1800222990, ई–मेलः evoting@nsdl.co.in से सम्पर्क कर सकते हैं।
4. **बुक क्लोजर**
   कंपनी अधिनियम, 2013 की धारा 91 के प्रावधानों और उसके अधीन बनाए गए नियमों के साथ पठित भारतीय प्रतिभूति (सूचीयन बाध्यताएं एवं प्रकटीकरण आवश्यकताएं) विनियम, 2015 के विनियम 42 अनुसरण में आगे सूचना दी जाती है कि कंपनी के सदस्यों का रजिस्टर और शेयर अंतरण पुस्तिका एजीएम और लाभांश का भुगतान, यदि एजीएम में अनुमोदित होता है, के प्रयोजन के लिए शनिवार, 16 सितम्बर, 2017 से शुक्रवार, 22 सितम्बर, 2017 तक (दोनों दिवस शामिल) बंद रहेंगे।

निदेशक मंडल के आदेश से
कृते **फेडर्स इलेक्ट्रिक एंड इंजीनियरिंग लिमिटेड**
हस्ता./–
पुलकित भसीन
कंपनी सचिव
ACS 27686

स्थानः नई दिल्ली
तिथिः 29 अगस्त, 2017

भारत निधि लिमिटेड

CIN No. L74899DL1942PLC000644
पंजीकृत कार्यालयः पहली मंजिल, एक्सप्रेस बिल्डिंग, 9–10, बहादुर शाह जफर मार्ग, नई दिल्ली –110002. ई–मेलः bharatnidhi1@gmail.com, दूरभाष सं.: 011-43562982, Website: www.bharatnidhi.com

74वीं वार्षिक आम बैठक के लिए ई–वोटिंग की सूचना

एतद्द्वारा सूचित किया जाता है कि:

1) कम्पनी की 74वीं वार्षिक आम बैठक विरवार, सितंबर 21, 2017 प्रातः 11.30 बजे प्यारेलाल भवन, 2, बहादुर शाह जफर मार्ग, नई दिल्ली–110002 में होगी जिसका उद्देश्य सूचना में उल्लिखित कार्यों का संपादन करना है।
2) कम्पनी के सदस्यों और शेयर अंतरण की पंजी शुक्रवार, सितंबर 15, 2017 से विरवार सितंबर 21, 2017 तक (दोनों दिन शामिल) बंद रहेंगी।
3) 74वीं वार्षिक आम बैठक की सूचना और वित्त वर्ष 2016–17 की सालाना रिपोर्ट की प्रतियां मान्य माध्यम से सभी सदस्यों के पंजीकृत पते पर भेज दी गई हैं।
4) कम्पनी अधिनियम, 2013 की धारा 108 के साथ पठित कम्पनी (प्रबंधन एवं प्रशासन) विनियम, 2014 के नियम 20, समय–समय पर यथा संशोधित एवं सेबी (सूचीकरण दायित्व एवं प्रकटीकरण आवश्यकतायें) विनियम, 2015 के विनियम 44 के प्रावधानों का अनुपालन करते हुए इलैक्ट्रॉनिक वोटिंग (रिमोट वोटिंग) के विवरण नीचे दिए गए हैं :
   क) एजीएम के कार्य रिमोट ई–वोटिंग से किए जा सकते हैं।
   ख) रिमोट ई–वोटिंग 18 सितंबर 2017 प्रातः 9.00 बजे से आरंभ होगी।
   ग) रिमोट ई–वोटिंग 20 सितंबर 2017 शाम 5.00 बजे समाप्त होगी। इसके बाद ई–वोटिंग मॉड्यूल को अक्रिय कर,दिया जाएगा।
   घ) कट–ऑफ की तिथि 14 सितंबर 2017 है। कट–ऑफ की तिथि पर जिस व्यक्ति का कम्पनी के सदस्यों की पंजी या डिपॉजिटरी के पास रखी लाभ के अधिकारियों की पंजी में नाम दर्ज है उसे रिमोट ई–वोटिंग के साथ–साथ एजीएम में मतदान पत्र माध्यम से मतदान करने का अधिकार है।
   (ङ) यदि कोई व्यक्ति एज़ीएम की सूचना भेजे जाने के बाद कम्पनी का सदस्य बनता है और कट–ऑफ तिथि अर्थात् 14 सितंबर 2017 को कम्पनी का शेयरधारक है तो बैठक की सूचना में उल्लिखित प्रक्रिया से यूजर आईडी और पासवर्ड प्राप्त कर सकता है। यदि सदस्य का पहले से सीडीएसएल में नाम दर्ज है तो वह वर्तमान यूज़र आईडी और पासवर्ड से रिमोट ई–वोटिंग से मतदान कर सकता है।
   (च) एजीएम में मतदान पत्र माध्यम से मतदान करने की सुविधा होगी।
   (छ) एजीएम से पूर्व रिमोट ई–वोटिंग से मताधिकार का प्रयोग करने वाले सदस्य एजीएम में भाग ले सकते हैं पर उन्हें बैठक में दुबारा मतदान करने की अनुमति नहीं होगी।
   (ज) विस्तृत ई–वोटिंग की प्रक्रिया का एजीएम आयोजन की सूचना के नोट्स के क्लॉज़ 13 में विवरण है।
   (झ) सूचना कम्पनी की वेबसाइट www.bharatnidhi.com और सीडीएसएल की वेबसाइट www.evotingindia.com पर भी उपलब्ध है।
   (ञ) यदि ई–वोटिंग संबंधी कोई सवाल/समस्या हो तो शेयरधारक संपर्क कर सकते है : श्री राकेश दलवी, पदनाम : उप प्रबंधक, पता : तल 16, फीरोज़ जेजेबोए टावर्स, दलाल स्ट्रीट, फोर्ट, मुंबई – 400001, ई–मेल आईडी–helpdesk. evoting@cdslindia.com, दूरभाश सं.: 18002005533 सदस्य कम्पनी RTA admin@skylinerta.com को भी लिख सकते हैं।

तिथिः अगस्त 25, 2017
स्थानः नई दिल्ली

कृते **भारत निधि लिमिटेड**
हस्ता.
दिव्या कोहली
कम्पनी सचिव

AMORPHOS INDUSTRIES LIMITED

CIN:- L24119DL1995PLC071851
Regd. Office:- 2nd Floor, E1/15 Sector-7, Rohini, Delhi - 110085
Tel. No:- 011-43656567, Email:- amorphosindustriesltd@gmail.com

NOTICE OF 22ND ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND BOOK CLOSURE

The notice is hereby given that:

1. The 22nd Annual General Meeting ('AGM') of the members of the Company will be held on Wednesday, September 20, 2017 at 10:00 A.M. at 711, 7th Floor, New Delhi House, 27, Barakhamba Road, New Delhi - 110001 to transact the Ordinary and Special Business, as set forth in the Notice of AGM dated 25th August, 2017;
2. Electronic Copies of the Notice of AGM and Annual Report for 2017 have been sent to all members whose email IDs are registered with the Company/ Depository Participants. The same is also available on the NSDL's Website https://www.evoting.nsdl.com. Physical copies of the Notice of AGM and Annual Report for 2017 have been sent to all other members at their registered address in the permitted mode. The dispatch of Notice of AGM has been completed on August 28, 2017.
3. Members holding shares either in physical form or in dematerialized form, as on the cut-off date of September 15, 2017, may cast their vote electronically on the Ordinary and Special Business as set forth in the Notice of AGM through electronics voting system of National Securities Depository Limited (NSDL) from a place other than venue of AGM ("remote e-voting"). All the members are informed that:
   a. The Ordinary and the Special Business as set forth in the Notice of AGM may be transacted through voting by electronics means;
   b. The remote e-voting shall commence on September 17, 2017 at 09:00 A.M.
   c. The remote e-voting shall end on September 19, 2017 at 05:00 P.M.
   d. E-voting shall not be allowed beyond 05:00 P.M. on September 19, 2017.
   e. The cut-off date for determining the eligibility to vote by electronic means or at the AGM is