August 23, 2016

Salora International Ltd.

National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E) **MUMBAI – 400 051.**	Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers Dalal Street **MUMBAI – 400 001.**

Reg: **Notice of AGM**

Dear Sir,

Please find enclosed herewith Notice of 47th Annual General Meeting along with photocopy of Newspaper Clipping of Notice of 47th AGM, Remote E-voting Information and Book closure.

This notice has been published on 21th August, 2016 in "The Pioneer" (English) and (Hindi).

This is for your information and records.

Thanking you,

Yours faithfully,
for **Salora International Ltd.,**

Salora International Limited CIN No. L74899DL1968PLC004962 New Delhi

(Nitin Agrahari)
Company Secretary & Compliance Officer.

Encl.: As above

...ला में संबोधित करने के लिए पहुंची लोकसभा अध्यक्ष सुमित्रा महाजन का स्वागत

...फलता ब्रिक्स देशों पर निर्भर : सुमित्रा

...ा महाजन ने शनिवार को ...ब्राजील, रूस, भारत, चीन ... अपील की कि वे सतत ...) के सफल क्रियान्वयन के ... महाजन ने कहा कि ...मुख रूप से इस पर निर्भर ...कि कैसे नतीजे सामने आते गरीबी हटाने की राह चुनी है। समावेशीकरण और सामाजिक तरक्की को बढ़ावा देने के लिए भारत ने कई पहले शुरू की हैं। उन्होंने कहा, ब्रिक्स देशों की कुल आबादी दुनिया की जनसंख्या की 43 फीसदी है और उनकी कुल जीडीपी विश्व की जीडीपी की 37 फीसदी है। एसडीजी की सफलता प्रमुख रूप से ब्रिक्स देशों में इनके सफल क्रियान्वयन पर निर्भर करेगी। स्पीकर ने ब्रिक्स के सदस्य देशों के बीच सहकारी तंत्र को मजबूत करने पर भी जोर दिया।

वाइब्रोस ऑर्गेनिक्स लिमिटेड

पंजी. कार्यालय : बी-158, सेक्टर-63, नोएडा-201307 (उत्तर प्रदेश)

सीआईएन : [illegible]

30 जून, 2016 को समाप्त तिमाही हेतु अ-लेखापरीक्षित वित्तीय परिणामों का विवरण

[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible]	–	–	–	–
[illegible]	0	0	0	0
[illegible]	–	–	–	–
[illegible]	–	–	–	–
[illegible]	0.2	0.51		0.51
[illegible]	0.13	2.94	0.12	3.42
[illegible]	0.33	3.45	0.12	3.99
[illegible]	-0.33	-3.45	-0.12	-3.99
[illegible]	0	0	0	0
[illegible]	-0.33	-3.45	-0.12	-3.99
[illegible]	0.00	0.00	0.00	0.00
[illegible]	-0.33	-3.45	-0.12	-3.99
[illegible]	-0.33	-3.45	-0.12	-3.99
[illegible]	-0.33	-3.45	-0.12	-3.99
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[illegible]	-0.33	-3.45	-0.12	-3.99
[illegible]	541.22	541.22	541.22	541.22
[illegible]	-618.54	-618.88	-614.61	-618.88
[illegible]	-0.01	-0.06	0.00	-0.07
[illegible]	-0.01	-0.06	0.00	-0.07
[illegible]	-0.01	-0.06	0.00	-0.07
[illegible]	-0.01	-0.06	0.00	-0.07

विवरण	30.06.2016 को समाप्त तिमाही
[illegible]	
[illegible]	शून्य
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SALORA

सलोरा इंटरनेशनल लिमिटेड

सीआईएन : एल74899डीएल1968पीएलसी004962

पंजीकृत कार्यालय : डी-13/4, ओखला इंडस्ट्रियल एरिया, फेस-II, नई दिल्ली-110020

ई-मेल : sect@salora.com, वेबसाइट: www.salora.com

47वीं वार्षिक सामान्य बैठक, ई-वोटिंग जानकारी तथा बही बंदी की सूचना

एतद्द्वारा सूचना दी जाती है कि कम्पनी की सैंतालीसवीं वार्षिक सामान्य बैठक **(47वीं एजीएम)** बुधवार, 14 सितम्बर, 2016 को लोक कला मंच, 20, लोदी इंस्टीट्यूशनल एरिया, लोदी रोड, नई दिल्ली-110003 में पूर्वा. 11.00 बजे आयोजित की जाएगी, जिसमें सदस्यों को उनके पंजीकृत पत्रव्यवहार/ई-मेल पते पर भेजी गई सूचना में सूचीबद्ध व्यवसाय का निष्पादन किया जाएगा।

एतद्द्वारा आगे सूचना दी जाती है कि कम्पनी अधिनियम, 2013 (अधिनियम) की धारा 91 के साथ पठित कम्पनी (प्रबंधन और प्रशासन) नियमावली, 2014 के नियम 10(1) तथा सेबी (सूचीयन दायित्व एवं प्रकटन अपेक्षाएं) विनियमावली के विनियम 42 के अनुसरण में, कम्पनी के सदस्यों की पंजिका तथा शेयर अंतरण बहियां बृहस्पतिवार, 8 सितम्बर, 2016 से बुधवार, 14 सितम्बर, 2016 तक (दोनों तिथियां सहित) वार्षिक सामान्य बैठक के प्रयोजन हेतु बंद रहेंगी।

एतद्द्वारा आगे सूचना दी जाती है कि अधिनियम की धारा 101 तथा 136 के साथ पठित उनके तहत बनाए गए नियम 18 के अनुसरण में कम्पनी की वार्षिक रिपोर्ट, 47वीं एजीएम आयोजन की सूचना, बोर्ड की रिपोर्ट, प्रबंधन विचार-विमर्श तथा विश्लेषण सहित, कार्पोरेट गवर्नेंस रिपोर्ट, स्वतंत्र लेखापरीक्षकों की रिपोर्ट तथा लेखापरीक्षित वित्तीय विवरण 31मार्च 2016 के अनुसार तुलनपत्र तथा 31 मार्च, 2016 को समाप्त वर्ष हेतु लाभ एवं हानि विवरण सहित 20 अगस्त, 2016 ("प्रेषण पूर्ण करने की तिथि") को इलेक्ट्रॉनिक विधि से उन सभी सदस्यों को भेजी जा चुकी है, जिनकी ई-मेल आईडीज कम्पनी/डिपॉजिटरी प्रतिभागी(यों) के पास पंजीकृत हैं। वे कम्पनी की वेबसाइट www.salora.com तथा रजिस्ट्रार एवं ट्रांसफर एजेन्ट की वेबसाइट http://www.skylinerta.com पर भी उपलब्ध हैं। एजीएम की सूचना तथा वार्षिक रिपोर्ट की भौतिक प्रतियां अनुमत विधि से अन्य सभी सदस्यों को उनके पंजीकृत पते पर भेजी गई हैं।

एतद्द्वारा आगे सूचना दी जाती है कि कम्पनी अधिनियम, 2013 की धारा 108 के साथ पठित कम्पनी (प्रबंधन और प्रशासन) संशोधन नियमावली, 2015 तथा संशोधित के नियम 20 तथा सेबी (सूचीयन दायित्व एवं प्रकटन अपेक्षाएं) विनियमावली, 2015 के विनियम 44 के प्रावधानों के अनुसरण में, कम्पनी इसके सदस्यों को कम्पनी की 47वीं वार्षिक सामान्य बैठक (एजीएम) में पारित किए जाने हेतु प्रस्तावित प्रस्तावों पर मताधिकार का प्रयोग करने हेतु सुविधा प्रदान कर रही है। सदस्यगण एजीएम की सूचना दिनांकित 30 जून, 2016 में विनिर्दिष्ट साधारण तथा विशेष व्यवसाय पर अपना वोट नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड (एनएसडीएल) द्वारा उपलब्ध कराई गई इलेक्ट्रॉनिक प्रणाली के माध्यम से एजीएम के स्थान से इतर किसी स्थान से डाल सकते हैं ("रिमोट ई-वोटिंग")। "रिमोट ई-वोटिंग" रविवार, 11 सितम्बर, 2016 को प्रातः 09.00 बजे प्रारंभ होगी तथा मंगलवार, 13 सितम्बर, 2016 को सायं 05.00 बजे समाप्त होगी।

वार्षिक सामान्य बैठक के लिए इलेक्ट्रॉनिक साधनों द्वारा मतदान के लिए सदस्यों की पात्रता निर्धारण हेतु विच्छेदन तिथि बुधवार 7 सितम्बर, 2016 ("विच्छेदन तिथि") है। कोई व्यक्ति, जो एजीएम की सूचना के प्रेषण के उपरान्त कम्पनी के शेयर अर्जित करता है तथा कम्पनी का सदस्य बनता है और विच्छेदन तिथि बुधवार, 7 सितम्बर, 2016 को शेयरधारक है, एजीएम की सूचना में वर्णित प्रक्रिया, जो कम्पनी की वेबसाइट www.salora.com पर उपलब्ध है, का पालन कर लॉगिन आईडी तथा पासवर्ड प्राप्त कर सकता है। सदस्यगण नोट करें कि :

(i) एनएसडीएल द्वारा रिमोट ई-वोटिंग उपरोक्त तिथि एवं समय (मंगलवार, 13 सितम्बर, 2016 को सायं 05.00 बजे) के बाद बंद कर दी जाएगी। सदस्य को प्रस्ताव पर एक बार वोट डालने के बाद उसमें कोई परिवर्तन करने की अनुमति नहीं होगी;

(ii) एजीएम में मतपत्र द्वारा मतदान की सुविधा उपलब्ध कराई जाएगी;

(iii) सदस्य एजीएम से पहले रिमोट ई-वोटिंग द्वारा अपने मताधिकार का प्रयोग करने के उपरान्त भी एजीएम में भाग ले सकता है, परन्तु उसको एजीएम में पुनः मतदान करने की अनुमति नहीं होगी;

(iv) कोई व्यक्ति जिसका नाम विच्छेदन तिथि को सदस्यों की पंजिका अथवा डिपॉजिटरीज द्वारा अनुरक्षित लाभार्थी स्वामियों की पंजिका में दर्ज होगा, वह रिमोट ई-वोटिंग की सुविधा प्राप्त करने तथा एजीएम में मतदान करने का हकदार होगा।

(v) 47वीं एजीएम की सूचना कम्पनी की वेबसाइट www.salora.com तथा एनएसडीएल ("एजेन्सी") की वेबसाइट www.evoting.nsdl.com पर उपलब्ध है।

(vi) ई-वोटिंग के संबंध में किसी पूछताछ अथवा समस्या की स्थिति में, सदस्यगण एनएसडीएल की ई-वोटिंग वेबसाइट www.evoting.nsdl.com के डाउनलोड सेक्शन में सदस्यों हेतु अक्सर पूछे जाने वाले प्रश्न (एफएक्यूज) और ई-वोटिंग यूजर मैनुअल देखें अथवा श्री वीरेन्द्र राणा, स्काइलाइन प्रेसीडेंट से ई-मेल आईडी: admin@skylinerta.com अथवा टेलीफोन नम्बर 011-64732681 पर सम्पर्क करें, जो इलेक्ट्रॉनिक साधनों द्वारा मतदान संबंधी शिकायतों का भी निवारण करेंगे।

वास्ते सलोरा इंटरनेशनल लिमिटेड

हस्ता/-

(नितिन अग्रहरि)

कम्पनी सचिव

स्थानः नई दिल्ली

तिथिः 20 अगस्त, 2016

For SALORA INTERNATIONAL LTD.

NITIN AGRAHARI
Company Secretary
Membership No.- A36376

Salora International Limited
CIN NO. L74899DL1968PLC004962
New Delhi

'5 coup plotters

Sheikh Hasina, now prime minister and Sheikh Rehana — escaped the bloodbath as they were in Germany.

Unrest followed the carnage, and then deputy army chief General Ziaur Rahman emerged as the strongman of Bangladesh. The regimes that took over protected the killers by enacting an indemnity law and rewarded several of the coup plotters with diplomatic posting abroad.

In 1996, when Hasina's Awami League returned to power after 21 years following a landmark general elections, Awami League scrapped the indemnity law and initiated a process of delayed trial of the perpetrators of the carnage.

After a protracted legal procedure, 12 former army officers were handed down death sentences and five of them were eventually hanged on January 28, 2010. The rests were tried in absentia. *PTI*

nerican fan ejected
np rally

MISTAKEN TO BE PROTESTER, VICTIM THINKS IT'S BECAUSE OF HIS SKIN COLOUR

mistaken identity. Anantha told the security officer that he has never been to another rally in his life. "I'm a huge Trup supporter. I would never protest against Trump," he said, but to no avail.

A registered Republican, Anantha had entered the hall as an avid Trump supporter with plans to cast his first presidential vote for the New York billionaire but left as a disillusioned opponent, reported the Charlotte Observer.

Prior to this episode, Anantha said he had always been a defender of Trump, adding: "When people called him a racist, I said he's a critic of our flawed immigration system. He's strong on Islamic terrorism."

Both Anantha, a student at Central Piedmont Community College, and his father believe it to be a case of profiling because of the victim's dark skin. "I do think it's because I'm brown," Anantha said, adding he was "totally shocked" by the incident.

"It's unbelievably ironic," said Ramesh Anantha, noting that Trump himself, speaking at that very rally later, touted his support for people of colour. He felt his son should have been somebody they put up on the stage as perfect Trump supporters. When asked if the youngster's removal was a case of mistaken identity, Kirk Bell, Communications Director for Trump's North Carolina campaign, is reported to have said that Trump's Security Director Eddie Deck had made the determination.

"We were informed last night that security identified those individuals asked to leave as individuals who have been removed from previous events," Bell told the newspaper.

stery shrouds
th of 9-yr-old
ian girl in US

rk: A nine-year-old Indian girl nd dead under mysterious cirnces in her home's bathroom. police is questioning her stepr after describing the death as ous". Ashdeep Kaur had moved ns from India just three months lived in an apartment in with her Sukhjinder Singh and her ther Arjun Sandhi Pardas.

er was found dead in her bathtub on Friday, with police ng her death as "suspicious". e body was found naked and ruises.

eighbour who shared part of

GLOBE TROTTING

PAK MAN ON HUNGER STRIKE IN JAPAN

Tokyo: A Pakistani man has been on a hunger strike for two weeks in protest after he was served pork at a immigration centre.

NIGHT TUBE BEGINS IN LONDON AFTER DELAY

London: Night Tube was launched in London Underground on Saturday — almost 3 years since the plan was first announced.

POKEMON GO MAY HAVE HEALTH BENEFITS: EXPERT

Houston: 'Exergames' such as Pokemon Go, that combine augmented reality technology, geocaching and other novel

SALORA

SALORA INTERNATIONAL LIMITED

CIN:L74899DL1968PLC004962
Regd. Off. : D-13/4, Okhla Industrial Area, Phase – II, New Delhi –110 020
Email: sect@salora.com; Website: www.salora.com

Notice of 47th Annual General Meeting, Remote E-Voting Information and Book Closure

NOTICE is hereby given that FORTY SEVENTH ANNUAL GENERAL MEETING (47th AGM) of the Company will be held on Wednesday, 14th September, 2016 at 11:00 A.M. at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi-110 003, to transact the business as set out in the Notice sent to the Members at their registered postal/email addresses.

NOTICE is hereby further given that pursuant to Section 91 of the Companies Act, 2013 (Act) read with Rule 10(1) of the Companies (Management & Administration) Rules, 2014 and Regulation 42 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Register of Members and Share Transfer Books of the Company will remain close during the period from Thursday, 8th September, 2016 to Wednesday 14th September, 2016 (both days inclusive) for the purpose of Annual General Meeting.

NOTICE is hereby further given that pursuant to Section 101 and 136 of the Act read with Rule 18 of Rules made thereunder, Annual Report of the Company, including Notice convening 47th AGM, Board's Report including Management Discussions and Analysis, Corporate Governance Report, Independent Auditors Report and Audited Financial Statements including Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for financial year ended 31st March, 2016 have been sent on 20th August, 2016 ("Date of Completion of Despatch") through electronic mode to all the members whose e-mail IDs are registered with the Company/Depository participant(s). The same is also available on the Company's website http://www.salora.com and on the website of the Registrar and Transfer Agent http://www.skyfinerta.com. Physical copies of the Notice of the AGM and Annual Report have also been sent to all other members at their registered address in the permitted mode.

NOTICE is hereby further given that pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015, as amended, and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is providing facility to its members to exercise their right to vote on resolutions proposed to be passed in 47th Annual General Meeting (AGM) of the Company. The members may cast their vote electronically on the Ordinary and Special business as set out in the Notice of AGM dated 30th June, 2016, through electronic voting system as provided by National Securities Depository Limited (NSDL) from a place other than venue of AGM ("remote e-voting"). The remote e-voting commences on Sunday, 11th September, 2016 at 09:00 AM and ends on Tuesday, 13th September, 2016 at 05:00 PM. The cut-off date for determining the eligibility to vote by electronic means for Annual General Meeting is Wednesday, 7th September, 2016 ("the Cut-off Date"). Any person who acquires shares of the Company and become member of the Company after despatch of Notice of the AGM and holding shares as on cut-off date i.e. Wednesday, 7th September, 2016 may obtain Login ID and password by following the procedure mentioned in the notice of AGM, which is disclosed on the website of the Company i.e. www.salora.com. The Members may note that:

I. The remote e-voting shall be disabled by the NSDL after the aforesaid date and time (i.e. Tuesday, 13th September, 2016 at 05:00 PM) for voting and once the vote on any resolution is cast by the members, the members shall not be allowed to change it subsequently;

II. The facility for voting through ballot paper/polling paper shall be made available at the AGM;

III. 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;

IV. A person whose name is recorded in the register of members or register of the 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 in the AGM through ballot paper;

V. The Notice of 47th AGM is available on the Company's website i.e. www.salora.com and on the website of the NSDL ("Agency") www.evoting.nsdl.com

VI. In case of any queries or issues regarding e-voting, members may refer the Frequently Asked Questions ("FAQs") for members and e-voting user manual for members, available in the download section of NSDL's e-voting website www.evoting.nsdl.com or may contact to Mr. Virender Rana, Vice President at the e-mail ID admin@skyfinerta.com or the contact number 011-64732681, who will address the grievances connected with voting by electronic means.

For Salora International Ltd.
Sd/-
(Nitin Agrahari)
Company Secretary.

Place: New Delhi
Date : 26th August, 2016

For SALORA INTERNATIONAL LTD.

NITIN AGRAHARI
Company Secretary
Membership No.- A36376

Salora International Limited
CIN No. L74899 DL1968PLC 004962
New Delhi

NOTICE TO THE 47TH ANNUAL GENERAL MEETING

NOTICE is hereby given that 47th Annual General Meeting of the Members of Salora International Limited will be held on Wednesday, the 14th day of September, 2016 at 11.00 A.M. at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi -110 003, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt audited financial statements (including the consolidated financial statements) of the Company as at 31st March, 2016 and the Reports of Board of Directors and Auditors' thereon.
2. To appoint a director in place of Shri Tarun Jiwarajka (holding DIN 00386240), who retires by rotation and being eligible offers himself for re-appointment.
3. To ratify the appointment of M/s. K. Prasad & Company, Chartered Accountants (ICAI Registration No. FRN002755N) to hold office of the Auditors of the Company, and to pass the following resolution as an ordinary resolution:

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder, as amended from time to time, pursuant to the recommendation of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by shareholders at the 46th AGM held on 18th September, 2015, the appointment of M/s. K. Prasad & Co, Chartered Accountants (Firm Registration No. 002755N), as Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the 48th Annual General Meeting of the Company to be held in the year 2017, be and is hereby ratified at such remuneration plus service tax, out-of-pocket, boarding and lodging expenses, as mutually agreed between Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company M/s. Gurvinder Chopra & Co., Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017, be paid remuneration of Rs.40,000/- per annum plus applicable service tax and out of pocket expenses that may be incurred;

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a special Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any applicable provisions of the Companies Act, 2013 and any rules made thereunder, read with Schedule V of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and Articles of Association of the Company and pursuant to recommendation of Nomination & Remuneration Committee and Board of the Company and subject to the approval of the Central Government or subject to such approvals, if necessary, Shri Gopal Sitaram Jiwarajka (DIN 0024325) be and is hereby re-appointed as Managing Director of the Company for a period of 3 years w.e.f. 1st July, 2016 to 30th June, 2019 on the following terms of remuneration:

   1. Salary: Rs 4,00,000/- (Rupees Four Lacs Only) per month;
   2. Executive Pay: Rs 2,00,000/- (Rupees Two Lacs Only) per month;
   3. Perquisites: Perquisites shall be distributed in two categories

   Category A-

   a) House Rent Allowance @60% of the salary;
   b) Reimbursement of expenses incurred on Gas, Electricity and Water;
   c) Reimbursement of medical expenses actually incurred for self and family;
   d) Leave Travel Concessions for self and family every year;
   e) Fees of clubs subject to maximum of two clubs shall be borne by the Company but admission fee and life membership fee shall not be paid;
   f) Provision of Company's car for use on Company's business and for personal use, mobile and telephone at residence and long distance personal calls on telephone will be charged by the Company;
   g) Ex-gratia / Bonus as per company's policy

   Category B- Perquisites not included in computation of total managerial remuneration ceiling as per schedule V;

   a) Company's contribution towards Provident Fund, Superannuation or Annuity Fund shall be made as per rules of the Company but to the extent these are not taxable under the Income Tax Act, 1961;

b) Gratuity shall be paid equal to one half month's salary for each completed year of service;

c) Encashment of earned leave permitted at the end of tenure as per rules of the Company, which is 21 days in a year;

FURTHER RESOLVED THAT Shri Gopal Sitaram Jiwarajka (DIN00024325), Managing Director shall be entitled to receive - reimbursement of actual entertainment, travelling, boarding, and lodging expenses incurred by him in connection with the Company's business;

RESOLVED FURTHER THAT the Effective Capital of the Company falls between Rs. 100 Crores to Rs. 250 Crores and pursuant to Section II of Part II of Schedule V, the overall maximum managerial remuneration (inclusive of the sums specified in Category A and exclusive of sums specified in Category B above) payable to Shri Gopal Sitaram Jiwarajka (DIN 00024325), Managing Director of the Company shall not exceed the limit of Rs.120 lacs p.a. and shall be paid with effect from 1st July, 2016, if the approval of the shareholders granted by means of a Special Resolution."

6. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED FURTHER THAT pursuant to provision of Section 196, 197 and schedule V of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (and any other modification, insertion or alteration time being enforced as law of the land) and Articles of Association of company on the recommendation of the Nomination & Remuneration Committee and Board of the Company, Smt. Neetu Jiwarajka (DIN 00025570), Additional Director of the Company, be and is hereby appointed Executive Director for five (5) years from 30th June, 2016 upto 29th June, 2021, on the following terms of remuneration:

Name of Director	**Amount of monthly remuneration inclusive of perquisites in the computation of the ceiling of Managerial Remuneration**
Smt. Neetu Jiwarajka	Rs. 60,000/-

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, her period of office shall be liable for determination by retirement of directors by rotation;

FURTHER RESOLVED THAT appointment of Smt. Neetu Jiwarajka (DIN 00025570) on the board, be and is considered in compliance of provisions of the second proviso of section 149(1) of Companies Act, 2013 and provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in regard to the appointment of Women Director;

RESOLVED FURTHER THAT pursuant to Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013, (including any amendment and / or modification thereof) and subject to such approval as may be necessary, in the event of there being loss or inadequacy of profits for any financial year, the aforesaid remuneration payable to Smt. Neetu Jiwarajka (DIN 00025570) being executive of the Company, shall be the minimum remuneration payable unless revised further."

By Order of the Board of Directors

Salora International Ltd.

Regd. Office:
D – 13/4, Okhla Industrial Area,
Phase – II, New Delhi – 110 020
CIN L74899DL1968PLC004962
sect@salora.com

(Nitin Agrahari)
Company Secretary

Dated: 30th June, 2016

NOTES

1. **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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED DULY COMPLETED AND SIGNED, BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
3. The Share Transfer Register and Register of Members of the Company will remain closed from 8th September, 2016 to 14th September, 2016 (both days inclusive).
4. Members / Proxies are requested to produce the enclosed Attendance Slip duly filled in and signed as per the specimen signatures recorded with the Company / Depository Participant for attending the meeting.
5. As an economy measure, copies of Annual Report will not be distributed at Annual General Meeting. Shareholders are, therefore, requested to bring their copies of Annual Report to the Meeting.
6. Members, who hold shares in dematerialized form, are requested to write their Client ID and DP ID Nos. and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the meeting.
7. A Member desirous of getting any information on the accounts or operations of the Company, is requested to forward his / her queries to the Company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
8. Members holding shares in physical form, are requested to notify immediately any change in their address and Bank particulars to the Company or to its Share Transfer Agent and in case their shares are held in dematerialized form, this information should be furnished directly, without any delay, to their respective Depository Participants and not to the Company or the Share Transfer Agents.
9. Members holding shares in physical form who have not yet provided the Bank details are once again requested to provide their Bank Account No., Name of the Bank and address of the Branch, quoting their Folio No. to the Company.
10. In all correspondence with the Company, members are requested to quote their folio numbers and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID Number.
11. Members wishing to claim dividend, which remains unclaimed, are requested to correspond with the Company at its Registered Office at D–13/4, Okhla Industrial Area, Phase–II, New Delhi–110 020. Shareholders may please refer to table showing last date for claiming / due date for transfer to Investors Education and Protection Fund (IEPF) in respect of dividend declared after the Financial Year ended 31st March, 2009, given in the Corporate Governance Report published in the Annual Report, 2015-16.
12. Pursuant to provisions of Section 205A and 205C of the Companies Act, 1956 (corresponding to the provisions of Section 124 of the Companies Act, 2013) dividend for the Financial Years ended 1998-99, 1999-2000, 2000-01, 2001–02, 2002-03, 2003-04 (Interim Dividend), 2003-04 (final dividend), 2004–05 (Interim Dividend), 2004-05 (final dividend), 2005–06 (Interim and final Dividend), 2006-07 (final dividend), 2007-08 (final dividend) has been transferred to Investors Education and Protection Fund (IEPF), set up by the Government of India and no payment there from shall be made. Unclaimed / Unpaid dividend for the financial year 2008-09 is due for transfer on 19.08.2016.
13. At the ensuing Annual General Meeting, Shri Tarun Jiwarajka, is liable to retire by rotation and being eligible, offer himself for re-appointment. In terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the information or details relating to Shri Tarun Jiwarajka, Whole Time Director of the Company is furnished in the statement on Corporate Governance, which is published in this Annual Report.
14. Pursuant to the third proviso of Section 136 (1) audited annual accounts of subsidiary company is uploaded on the website of the Company and Members who are interested in obtaining the annual accounts of subsidiary company at any point of time may write to the Company Secretary at the Registered Office of the Company. The annual accounts of subsidiary company shall be kept available at the head office of the Company for inspection by any member during working hours.
15. Notice along with the instructions for e-voting, attendance slip and proxy form are being sent by the permitted mode to those members who have not registered their email addresses and those who have requested for the same.
16. Notice of the 47th Annual General Meeting along with 47th Annual Report, 2016 shall also be available on company's website being: www.salora.com
17. The information required in terms of provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is

given in Corporate Governance Report annexed to the Directors' Report which is published in the 47th Annual Report, 2016.

18. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the Company/ RTA in order to comply with the SEBI guidelines.
19. In terms of the notification issued by the Securities and Exchange Board of India, equity shares of the Company are under compulsory demat trading by all investors w.e.f. January 29, 2001. Shareholders are, therefore, advised to dematerialize their shareholding to avoid inconvenience in future.
20. The members are requested to send the transfers, change of address, bank mandates and other related correspondence to the Registrars and Share Transfer Agents, M/s. Skyline Financial Services Pvt. Limited, D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110 020.
21. Members can contact Shri Nitin Agrahari, Company Secretary, Tel. No. 011- 49207125 for any query relating to Annual General Meeting.
22. Members are requested to send the queries, if any, on the accounts and operations of the Company to the Company Secretary (e-mail: nitin.agrahari@salora.com) at least 10 days before the meeting so that the answers can be made readily available.
23. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on any day between 10.00 a.m. to 4.00 p.m. except holidays and shall also be available at the meeting.
24. SHAREHOLDERS MAY KINDLY NOTE THAT NO GIFTS / GIFT COUPONS OR CASH IN LIEU OF GIFTS WILL BE DISTRIBUTED AT THE MEETING, AS THE SAME HAS BEEN PROHIBITED UNDER THE SECRETARIAL STANDARDS FRAMED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA FOR HOLDING GENERAL MEETING.

PROCEDURE FOR E-VOTING

I. The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating e-voting for Annual General Meeting. The instructions for e-voting are as under:

(a) In case of Members receiving an e-mail from NSDL:

(i) Open the PDF file 'SIL e-Voting.pdf' attached to the e-mail, using your Client ID/ Folio No. as password. The PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.

(ii) Launch an internet browser and open https://www.evoting.nsdl.com

(iii) Click on Shareholder - Login.

(iv) Insert 'User ID' and 'Initial Password' as noted in step (i) above and click 'Login'.

(v) Password change menu will appear. Change the Password with a new Password of your choice. Please keep a note of the new Password. It is strongly recommended not to share your Password with any person and take utmost care to keep it confidential.

(vi) Home page of e-voting will open. Click on e-Voting - Active Voting Cycles.

(vii) Select 'EVEN' (E-Voting Event Number) of Salora International Limited.

(viii) Now you are ready for e-voting as 'Cast Vote' page opens.

(ix) Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'Confirm' when prompted.

(x) Upon confirmation, the message 'Vote cast successfully' will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(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, along with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by an e-mail at "sanjaygrover7@gmail.com" with a copy marked to evoting@nsdl.co.in.

(b) In case of Shareholders receiving physical copy of the Notice of Annual General Meeting

(i) Initial Password is provided, as follows, along with Notice of Annual General Meeting.

EVEN (E-Voting Event Number)	USER ID	PASSWORD
-	-	-

(ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.

II. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'e-voting user manual' available in the downloads section of NSDL's e-voting website www.evoting.nsdl.com.

III. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for casting vote.

IV. The voting rights shall be as per the number of equity share held by the Member(s) as on 7th September, 2016. Members are eligible to cast vote electronically only if they are holding shares as on that date.

V. The Companies (Management and Administration) Rules, 2014 provides that the electronic voting period shall be completed three days prior to the date of Annual General Meeting. Accordingly, the voting period shall commence at 9:30 a.m. on 11th September, 2016 and will end at 5:00 p.m. on 13th September 2016. The e-voting module shall be disabled by NSDL at 5:00 p.m. on the same day.

VI. In terms of provisions of Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, in order to enable its members, who do not have access to e-voting facility. Poling facility will be provided at the AGM.

VII. The results declared along with the Scruitinizer's report shall be placed on the Company's website www.salora.com and on the website of NSDL www.evoting.nsdl.com within three days of the passing of the resolutions at the 47th Annual General Meeting of the Company on 14th September, 2016 and communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

By Order of the Board of Directors
Salora International Ltd.

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(Nitin Agrahari)
Company Secretary

Dated: 30th June, 2016

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

ITEM NO. 2

Shri Tarun Jiwarajka (holding DIN 00386240), Whole Time Director of the Company reties by rotation and holds office up to this Annual General Meeting.

Shri Tarun Jiwarajka was appointed for 5 (Five) years w.e.f. 10th November, 2014 as Whole Time Director, which was approved by shareholders in the 46th Annual General Meeting of the Company held on 18th September, 2015 and under the terms of his appointment in the Company period of his office is liable for retire by rotation as per the provisions of section 152 of Companies Act, 2013.

He has been steering the Company. With his leadership the company has been expanding its business in diverse fields.

Except Shri Tarun Jiwarajka, Shri Gopal Sitaram Jiwarajka and Smt. Neetu Jiwarajka, no other director is interested or concerned in this resolution.

ITEM NO. 4

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the applicable products of the Company.

On the recommendation of the Audit Committee at its meeting held on 27th May, 2016, the Board has, considered and approved the appointment of M/s. Gurvinder Chopra & Co., Cost Accountants as the Cost Auditor for the financial year 2016-17 at a remuneration of Rs.40,000/- per annum plus applicable service tax and reimbursement of out of pocket expenses.

None of the director is interested or concerned in this resolution.

ITEM NO. 5

The present tenure of Shri Gopal Sitaram Jiwarajka, Managing Director of the Company expires on 30th June, 2016 and the Board of Directors of the Company in its meeting held on 27th May, 2016, has re-appointed him subject to shareholder's approval, to the office of Managing Director for a further period of 3 years, with effect from 1st July, 2016, on the terms and conditions as to remuneration as specified in the resolution as per Item No. 5 of Notice. The remuneration as proposed has also been approved by the Nomination & Remuneration Committee. The re-appointment of Shri Gopal Sitaram Jiwarajka requires approval of the shareholders in terms of Schedule V of the Companies Act, 2013.

Shri Gopal Sitaram Jiwarajka was appointed as director of the Company on 28.08.1987 and has been holding office of the Chairman & Managing Director since 10th November, 2011. He is commerce graduate and possesses rich experience in Marketing, Finance, Production and Administration and has extensively traveled all over the globe. He possesses rich experience in TV, electronic & IT industry and possesses in depth knowledge of Indian conditions in respect of this industry.

Your Directors recommend the resolution for approval of members as a Special Resolution.

Shri Gopal Sitaram Jiwarajka is interested or concerned to the extent of the remuneration proposed in the aforesaid resolution. Shri Tarun Jiwarajka, Whole time Director and Smt. Neetu Jiwarajka, Director of the Company are related to Shri Gopal Sitaram Jiwarajka and deemed to be interested or concerned in this resolution and no other Director is interested or concerned in the resolution.

ITEM NO. 6

As per duly constituted provisions of section 149 of Companies Act, 2013 and of Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company is required to appoint a Lady Director on Board. In place of Smt. Sushmita Shekhar, who had resigned on 11th February, 2016, the candidature with brief profile of Smt. Neetu Jiwarajka including her detailed working and professional life, academic qualifications and other social engagement is being produced for consideration of our respected members.

Smt. Neetu Jiwarajka, aged about 56 Years is a graduate from Delhi University. She is spouse of Shri Gopal Sitaram Jiwarajka, Chairman & Managing Director and mother of Shri Tarun Jiwarajka, Whole Time Director of the Company. She has been associated with the Company since 4th July, 2008 with the designation of Director- Business Development. In the field of lifestyle products and other similar activities, Smt. Neetu Jiwarajka got an enormous experience and exposure. Products portfolio and Business in Life Style Division of the Company are being developed and managed by her.

Presently, Smt. Neetu Jiwarajka is also at the Board of Companies like Devi Electronics Private Limited & Manori Properties Private Limited, Company expect a large benefit from taking her on Board through her long standing career and expertise in development of Lifestyle Division.

On humanitarian and social grounds too, she is a personality to adore for generations to come. As of now, she is overlooking the philanthropical activities of Company's established trust named "Uttarayan", to empower and welfare for children and women in Nebsarai, New Delhi through imparting lessons in Singing/ Arts/ Dancing.

Pursuant to Section 161 of the Companies Act, 2013, Smt. Neetu Jiwarajka holds office as Additional Director up to the date of the ensuing Annual General Meeting and is eligible for appointment as a Director of the Company. The Company has received notices from a shareholder under Section 160 of the Companies Act, 2013, proposing the names of Smt. Neetu Jiwarajka for appointment as Directors of the Company.

The members are hereby requested to consider the candidature of Smt. Neetu Jiwarajka and if thought fit for company growth and prosperity may approve her appointment as recommended by the Board.

Smt. Neetu Jiwarajka is interested or concerned to the extent of the remuneration proposed in the aforesaid resolution. Shri Gopal Sitaram Jiwarajka, Chairman & Managing Director and Shri Tarun Jiwarajka, Whole time Director of the Company are related to Smt. Neetu Jiwarajka and deemed to be interested or concerned in this resolution and no other Director is interested or concerned in the resolution.

By Order of the Board of Directors
Salora International Ltd.

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CIN L74899DL1968PLC004962
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Dated: 30th June, 2016

(Nitin Agrahari)
Company Secretary

Details of Directors seeking Appointment/Re-appointment at the Annual General Meeting in compliance of SS-2 issued by ICSI and information pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 forming part of Explanatory Statement:

Particulars	Shri Gopal Jiwarajka	Shri Tarun Jiwarajka	Smt. Neetu Jiwarajka
Date of Birth (Age)	15.06.1960 (56 years)	31.03.1984 (31 years)	04.09.1960 (56 years)
Date of Appointment in the Company	August 28, 1987	November 10, 2011	June 30, 2016
Qualification	Commerce Graduate	B.Sc. in Business	Graduate
Experience	Rich experience in Marketing, Finance, Production and Administration. He possesses depth knowledge of TV, Electronics & IT industry.	Rich experience in Marketing, Finance, Business Management and Administration	Experience in marketing and business development of life style products
Directorship held in other public companies.	Salora Components Limited Lemon Tree Hotels Ltd.	Salora Components Limited -	-
Membership/ Chairmanship of committees of other companies	Lemon Tree Hotels Ltd. Fleur Hotels Pvt. Ltd.	-	-
Relationship with other Directors/ MD/ KMPs	Shri Tarun Jiwarajka, Whole Time Director and Smt. Neetu Jiwarajka, Add. Director	Shri Gopal sitaram Jiwarajka, Chairman & Managing Director and Smt. Neetu Jiwarajka, Add. Director	Shri Gopal Sitaram Jiwarajka, Chairman & Managing Director and Shri Tarun Jiwarajka, Whole Time Director
No. of Board Meetings attended	All 5 Board Meeting held in FY 2015-16	All 5 Board Meeting held in FY 2015-16	n.a.
Shareholding in the Company	20,29,117 Shares (23.04%)	3,72,741 shares (4.23%)	7,31,410 shares (8.30%)
Present Remuneration	Rs 1,20,00,000/- Per Annum	Rs. 24,00,000/- Per Annum	Rs. 7,20,000/- Per Annum
Remuneration last drawn	Rs 1,06,07,415/- drawn during the FY 2015-16	Rs 22,22,046/- drawn during the FY 2015-16	Rs 6,04,312/- drawn during the FY 2015-16

STATEMENT PURSUANT TO SCHEDULE V PART II SECTION II

I. GENERAL INFORMATION

(1) Nature of Industry : Manufacturing of Mobile Phone, LED TV, CRT TV and its components
: Distribution of IT & Telecom Products
: Distribution of Life style Products
: Wind Power Generation

(2) Date or expected date of commencement of commercial production. : 29.11.1968

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. : Not Applicable

(4) Financial performance based on given indicators :

	(Rs. in lacs)
i. EBITD	666.93
ii. PBT	(-) 142.34
iii. PAT	(-) 87.02

(5)	Foreign investment or collaborations, if any	:	No foreign collaboration or investment

II. INFORAMTION ABOUT THE APPOINTEE

(A). Shri Gopal Sitaram Jiwarajka

(1)	Background details	:	As provided in explanatory statement.
(2)	Past remuneration	:	Remuneration paid to Shri Gopal Sitaram Jiwarajka as Chairman & Managing Director of the Company during the FY 2015-16 is Rs. 1,06,07,415/- Perquisites: Company's contribution towards Provident Fund shall be made as per rules of the Company but to the extent these are not taxable under the Income Tax Act, 1961. Encashment of earned leave shall be permitted at the end of tenure as per rules of the Company, which is 21 days in a year.
(3)	Recognition or awards	:	NIL
(4)	Job profile and his suitability	:	The Company is engaged in the manufacturing of LED TVs, CTV and its components, distribution of IT and telecom products and Wind Power Generation. Shri Gopal Sitaram Jiwarajka, is taking care of Company Business operations with his rich experience in Marketing, Finance, Production and Administration. He has been associated with Company from last many years. In view of his varied and vast experience, the Board has bestowed the above responsibilities on him.
(5)	Remuneration proposed	:	Provided in relevant Resolution in the AGM Notice.
(6)	Comparative remuneration profile with respect to industry size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin).	:	The remuneration for the similar position in the industry, having regard to the size of the Company and profile of persons is not less than the proposed remuneration of Shri Gopal Sitaram Jiwarajka.
(7)	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	:	Except for holding position of Chairman & Managing Director and drawing remuneration and as shareholder, he has no other pecuniary relationship with the Company. He is relative of Shri Tarun Jiwarajka, Whole Time Director and Smt. Neetu Jiwarajka, Director.

(B) Smt. Neetu Jiwarajka

(1)	Background details	:	As provided in explanatory statement.
(2)	Past remuneration	:	Remuneration paid to Smt. Neetu Jiwarajka as an executive of the Company during the FY 2015-16 is Rs. 6,04,312/-.
(3)	Recognition or awards		NIL
(4)	Job profile and his suitability		The Company is also in the business of Life Style products, however small but this business has returned decently to the investment made. Smt. Neetu Jiwarajka has been on the roll of the Company from last 8 years as Director-Business Development to take care of Company's Life Style Product business. Now, Board has bestowed the above responsibilities on her and to take her on Board.
(5)	Remuneration proposed	:	Provided in relevant Resolution in the AGM Notice.

(6)	Comparative remuneration profile with respect to industry size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin).	:	The remuneration for the similar position in the industry, having regard to the size of the Company and profile of persons is not less than the proposed remuneration of Smt. Neetu Jiwarajka.
(7)	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	:	Except for holding position of an Executive Director and drawing remuneration and as shareholder, she has no other pecuniary relationship with the Company. She is relative of Shri Tarun Jiwarajka, Whole Time Director and Shri Gopal Sitaram Jiwarajka, Chairman & Managing Director.
III	**OTHER INFORMATION**	:	For the FY 2015-16, due to sluggish demand and weak market for Company's established product range, profit margins have been impacted. However, Company has launched several new products in LED TV and Mobile Phones range.
(1)	Reasons of loss or inadequate profits		
(2)	Steps taken or proposed to be taken for improvement	:	The Company is taking all necessary steps and efforts with utmost caution for future growth, improvement of performance and stability of business which inter-alia include: • Company has been focused majorly on manufacturing of Salora Brand products to improve margin rates. • Trading of highly demanded products through its online market place service providers. • Company has launched several new products into its LED TVs and Mobile Phones range at its NOIDA Plant to broaden its product range. These activities will add to turnover and profit in the year 2016-17.
(3)	Expected increase in productivity and profits in measurable terms		Efforts are being made with a foreseen improved performances and further result in profitability.
IV	**DISCLOSURE**		
	The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the annual report.	:	Provided in the Corporate Governance Report
(i)	All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the directors;		
(ii)	Details of fixed components and performance linked incentives along with the performance criteria		
(iii)	Service contracts, notice period, severance fees.		
(iv)	Stock option details, if any, and whether the same has been issued at the discount as well as the period over which accrued and over which exercisable.		

By Order of the Board of Directors
Salora International Ltd.

Regd. Office:
D-13/4, Okhla Industrial Area
Phase – II, New Delhi – 110 020
CIN L74899DL1968PLC004962
sect@salora.com
Dated: 30th June, 2016

(Nitin Agrahari)
Company Secretary.

SALORA INTERNATIONAL LTD.

CIN L74899DL1968PLC004962

Regd. Office: D – 13/4, Okhla Industrial Area, Phase – II, New Delhi – 110 020

Phone : 91 11 4920 7100; E-mail: sect@salora.com , website: www.salora.com

ATTENDANCE SLIP

{Please complete Attendance Slip and hand it overat the entrance of the Meeting Hall}

Folio No. ..... D. P. ID No. ..... Client ID No. .....

Name of Member ..... Signature .....

Name of Proxyholder ..... Signature .....

1. Only Member/Proxy holder can attend the meeting.

2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the meeting.

Signature of the Member or Proxy*

*Please indicate whether Member or Proxy.

SALORA INTERNATIONAL LTD.

CIN L74899DL1968PLC004962

Regd. Office:D – 13/4, Okhla Industrial Area, Phase – II, New Delhi – 110 020

Phone : 91 11 4920 7100; E-mail: sect@salora.com , website: www.salora.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]

Name of the Member(s) ……

Registered Address ……

E-mail Id ……

Folio No./ Client ID No ……DP ID No.……

I/We, being the member (s) of .....……..shares of the Salora International Limited, hereby appoint

1. Name: ……
Address:
E-mail Id:
Signature:……,
or failing him

2. Name: ……
Address:
E-mail Id:
Signature:……,
or failing him

3. Name: ……

Address:

E-mail Id:

Signature:……,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 47th Annual general meeting of the company, to be held on the 14th September, 2016 at 11 a.m. at LOK KALA MANCH, 20, LODHI INSTITUTIONAL AREA, LODHI ROAD, NEW DELHI -110 003 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Adoption of audited financial statements (including the consolidated financial statements) of the Company as at 31st March, 2016 and the Reports of Board of Directors and Auditors' thereon.
2. Appointment of director in place of Shri Tarun Jiwarajka (holding DIN 00386240), who retires by rotation and being eligible offers himself for re-appointment.
3. Ratification of the appointment of M/s. K. Prasad & Company, Chartered Accountants (ICAI Registration No. FRN002755N) to hold office of the Auditors of the Company.
4. Approval of remuneration to paid to Cost Auditors.
5. Re-appointment of Shri Gopal Sitaram Jiwaraka as Managing Director of the company for a period of 3 years w.e.f. 1st July, 2016 to 30th June, 2019.
6. Appointment of Smt. Neetu Jiwarajka, as an Executive Director.

Affix Revenue stamp

Signed this…..... day of.....…….2016

Signature of shareholder
Signature of Proxy holder(s)

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. Those members who have multiple folios with different joint holders may use copies of this attendance slip/Proxy.

ROUTE MAP FOR THE AGM PLACE

Lok Kala Manch, Lodhi Road is situated just behind to the office building of "Institute of Company Secretaries of India-Lodhi Road" and very near to "Sai Baba Mandir-Lodhi Road".

