

To,
The Manager,
Compliance Department,
✓ **National Stock Exchange of India Limited**
Exchange Plaza, Plot No. C/1,
G, Block, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051.

To,
The Manager,
Compliance Department,
BSE Limited
Corporate Service Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Dear Sir/ Madam,

Re: **Tribhovandas Bhimji Zaveri Limited. Script Code & ID: 534369 / TBZ**

NOTICE OF 8th ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND BOOK CLOSURE DATES

NOTICE is hereby given that the 8th Annual General Meeting of Tribhovandas Bhimji Zaveri Limited will be held on Wednesday, 9th September, 2015 at 3.30 p.m. at M.C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai – 400 001, to transact the business as set out in the 8th AGM Notice.

The Annual Report of the Company including the Notice convening the 8th Annual General Meeting of the Company has been sent through electronic mode to those Members whose email IDs are registered with the Company/ Depository Participant(s). The physical copies of the Annual Report has been dispatched to all other Members whose email IDs are not registered with the Company/ Depository Participant(s), at their registered address by the permitted mode. The dispatch of Notice of AGM has been completed on 11th August, 2015.

Please Note that the said Annual Report including Notice convening the 8th Annual General Meeting of the Company is available on the website of the Company, viz. www.tbztheoriginal.com (under Investors Tab) and on Karvy's website <https://evoting.karvy.com>. Any Member who wishes to receive physical copy of the Annual Report may send an e-mail at einward.ris@karvy.com by quoting their DP ID and Client ID/ Folio No. to enable the Company to post the same.

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 [(including any statutory modification(s) or re-enactment thereof for the time being in force), as amended by the Companies (Management and Administration) Amendment Rules, 2015] and Clause 35B of the Listing Agreement, Members can exercise right to vote at the 8th AGM by electronic means and the business may be transacted through remote e-voting facility made available by Company's Registrar and Share Transfer Agent, Karvy Computershare Private Limited ('KCPL' or 'Karvy'). The remote e-voting facility is available at the link <https://evoting.karvy.com>. The details pursuant to the provisions of the Companies Act, 2013 and the Rules thereof are as under:

- i. Members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, 2nd September, 2015 may cast their votes electronically on businesses as set out in the Notice of AGM through remote e-voting.

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TRIBHOVANDAS BHIMJI ZAVERI LTD.

CIN No : L27205MH2007PLC172598

Regd. Office: 241/43, Zaveri Bazar, Mumbai - 400 002. Tel.: +91.22.3956 5001, Fax : +91.22.3956 5056.

Corp. Office : 1106 to 1121, 11th Floor, West Wing, Tulsiani Chambers, 212, Backbay Reclamation, Free Press Journal Road, Nariman Point, Mumbai - 400 021. Tel.: +91.22.3073 5000, Fax : +91.22.3073 5088.



- ii. Members who have acquired shares after the dispatch of Notice of AGM and holding shares as on the cut-off date i.e. Wednesday, 2nd September, 2015, may obtain the user ID and password by sending a request at evoting@karvy.com by mentioning their DP ID and Client ID/ Folio No. However, if you are already registered with Karvy Computershare Private Limited for remote e-voting than you can use your existing user ID and password/ PIN for casting your vote.
- iii. The remote e-voting shall commence on Saturday, 5th September, 2015 (at 9.00 a.m. IST) and end on Tuesday, 8th September, 2015 (at 5.00 p.m. IST). The remote e-voting module shall be disabled by Karvy Computershare Private Limited for voting thereafter. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, 2nd September, 2015, may cast their vote by remote e-voting. Once the vote on a resolution is cast by the Members shall not be allowed to change it subsequently. Electronic voting shall not be allowed beyond the said date and time.
- iv. The voting rights of the Members (for voting through remote e-voting or by Poll Paper at the Meeting) shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Wednesday, 2nd September, 2015. 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 i.e. Wednesday, 2nd September, 2015, only shall be entitled to avail the facility of remote e-voting or voting at the AGM through Poll Paper. Members who have not cast their vote through remote e-voting shall be allowed to vote at the 8th AGM through Poll Paper.
- v. The Board has appointed Mr. Pramod Shah, partner of M/s. Pramod S. Shah & Associates, Practicing Company Secretaries, Mumbai, as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
- vi. Members may contact Mr. Padala Srikrishnamurthy, Assistant Manager (RIS) / Mr. R. Chandra Sekhar, Sr. Manager (RIS) at Karvy Computershare Private Limited, at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Tel. No. (040) 67161606 / (040) 67161602. Fax No. (040) 23420814 or at toll free number 1800 3454 001. E-mail Address: einward.ris@karvy.com, to address the queries/ grievances connected with remote e-voting.

NOTICE is further given pursuant to Section 91 of the Companies Act, 2013 read with Clause 16 of the Listing Agreements executed with the Stock Exchanges, that the Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, 3rd September, 2015 to Wednesday, 9th September, 2015 (both days inclusive) for the purpose of AGM & for ascertaining the names of the Members who will be entitled to receive the dividend for the year ended 31st March, 2015, if declared at the Annual General Meeting. The Dividend, as recommended by the Board, if approved at the 8th Annual General Meeting, will be paid/ dispatched on and from Monday, 14th September, 2015.

Date: 12th August, 2015
Place: Mumbai



By Order of the Board
For Tribhovandas Bhimji Zaveri Limited

Niraj Oza

Niraj Oza
Company Secretary & Compliance Officer

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