Asian Granito India Ltd.
Regd. & Corp. Office:
202, Dev Arc, Opp. Iskcon Temple, S. G. Highway,
Ahmedabad-380015. Gujarat, India.
Tel.: +91 79 66125500/698,
Fax.: +91 79 66125600/66058672
info@aglasiangranito.com • www.aglasiangranito.com
CIN : L17110GJ1995PLC027025

AGL® TILES
Beautiful Life

Date: 25.08.2017

To,
Corporate Relations Department
Bombay Stock Exchange Limited,
2nd floor, P.J. Tower,
Dalal Street,
Mumbai – 400 001

Company Code: 532888

To,
Corporate Relations Department
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G-Block
Bandra Kurla Complex
Bandra (E),
Mumbai- 400 051

Company Code: ASIANTILES

Dear Sir,

Sub: Intimation of e-voting period along with the Notice for 22nd Annual General Meeting.

This is to inform you that 22nd Annual General Meeting (AGM) of Members of the Company will be held on Thursday, 21st September, 2017 at 11:00 A.M. at H T Parekh Convention Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015. In this regard, we enclose a copy of the Notice of 22nd AGM.

Further, as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to provide to its members the facility to cast their vote(s) on all the resolutions set forth in the notice by electronic means (e-voting). The e-voting period commences on at 09:00 a.m. on Monday, 18th September, 2017 and ends at 5:00 p.m. on Wednesday, 20th September, 2017. During this period, Members may cast their votes electronically. The e-voting module shall be disabled by CDSL thereafter.

You are requested to consider the same for your reference and record.

Thanking You.

Yours faithfully,

For Asian Granito India Limited

Director
DIN: 00406744

Notice

NOTICE is hereby given that the 22nd Annual General Meeting of the Members of **ASIAN GRANITO INDIA LIMITED** (CIN L17110GJ1995PLC07025) will be held on **Thursday, 21st day of September, 2017 at H T Parekh Convention Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015 at 11.00 A.M.** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31st March, 2017 including the Audited Balance sheet as at 31st March, 2017 the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors' thereon.

2. To confirm the payment of interim dividend on equity shares already paid during the financial year ended 31st March, 2017 and to declare final dividend on equity shares for the said financial year.

   The Board of Directors at its meeting held on 22nd September, 2016 had declared the interim dividend of ₹ 0.50 per equity share of fully paid up face value of ₹ 10/- each and in its meeting held on 30th May, 2017 recommended final dividend of ₹ 0.80 per equity share of fully paid up face value of ₹ 10/- each for the financial year ended 31st March, 2017 amounting total dividend of ₹ 1.30.

3. To appoint a Director in place of Mr. Bhogibhai B. Patel (holding DIN: 00300345), Director, who retires by rotation, and being eligible, offers himself for re-appointment.

4. To appoint Auditors to hold office from the conclusion of this 22nd Annual General Meeting till the conclusion of Company's 27th Annual General Meeting.

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 141,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as may be applicable and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Manubhai and Shah LLP, Chartered Accountants (Firm Registration No. 106041W/W100136), be and is hereby appointed as Statutory Auditors of the Company, in place of retiring auditors M/s. A. L. Thakkar & Co., Chartered Accountants (Firm Registration No. 120116W), to hold office from the conclusion of this 22nd Annual General Meeting until the conclusion of the 27th Annual General Meeting of the Company, subject to the ratification of their appointment by the members at every Annual General Meeting on such remuneration as may be mutually determined between the said Auditors and Board of Directors of the Company."

SPECIAL BUSINESS:

5. Appointment of Mr. Hemendrakumar C. Shah as an Independent Director.

   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 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act), read with the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Hemendrakumar C. Shah (holding DIN: 00077654), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 20th March, 2017 and who holds office till the date of ensuing Annual General Meeting, in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, signifying his intention to propose Mr. Hemendrakumar C. Shah as a candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years upto 19th March, 2022."

6. Appointment of Dr. Satish Y. Deodhar as an Independent Director.

   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 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act), read with the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) Dr. Satish Y. Deodhar (holding DIN: 07766673), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 20th March, 2017 and who holds office till the date of ensuing Annual General Meeting, in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, signifying his intention to propose Dr. Satish Y. Deodhar as a candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years upto 19th March, 2022."

Registered Office:
202, Dev Arc, Opp. Iskon Temple,
S.G. Highway,
Ahmedabad 380 015

By Order of the Board
For Asian Granito India Limited

Place: Ahmedabad
Date: 10.08.2017

Renuka A. Upadhyay
Company Secretary & Compliance Officer

Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (the Act) in respect of Special Business to be transacted at the 22nd Annual General Meeting (the 'AGM' or 'Meeting'), is annexed and forms part of this Notice.
2. Brief resume and other particulars of Mr. Bhogibhai B. Patel, pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standard on General Meetings (SS 2), are annexed herewith as Annexure A.
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.

   THE INSTRUMENT APPOINTING A PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY FILLED STAMPED, COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.

   A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN AGGREGATE, NOT MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. A PROXY FORM IS ENCLOSED WITH THIS NOTICE.
4. Incomplete proxy forms are considered to be as invalid and the proxy so appointed shall not be entitled to vote on the resolution(s) in the AGM. A proxy holder needs to show his identity at the time of attending the Meeting. Further, in case if the Company receives multiple proxies for the same holding of a member, the proxy which is dated last shall be considered to be as invalid, if it is not dated then all the proxies so send by the member shall considered to be as invalid.
5. Corporate members intending to send their authorized representative to attend the AGM are requested to send to the Company a Certified true copy of the Board Resolution/ Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the Meeting.
6. Members, Proxies and Authorised Representative(s) are

requested to bring the duly filled and signed Attendance Slips (enclosed), complete in all respect along with their copy of Annual Report at the venue of AGM in order to enable us to register your attendance at the venue of the AGM. Members are requested to bring their Folio No. DP ID-Client ID to enable us to provide a duly filled attendance slips for your signature and participation at the Meeting.

7. In case of joint holders attending the Meeting, only the member whose name appears to be first will be entitled to vote.

8. Only bonafide members of the Company whose names appear on the Register of Members / Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the AGM.

9. As per the provision of Section 72 of the Act, the facility for making Nomination is available for the members in respect of their shareholding in the Company either in single or with joint names. The members are requested to submit the complete and signed form SH-13 with their Depository Participant ('DP') who holds the shares in dematerialized form and those who are holding physical shares shall send the same to the Registrar and Share Transfer Agent – Link Intime India Pvt. Ltd. (the 'RTA').

10. Members holding shares in physical form are requested to notify/send the following to the RTA of the Company:

    i. Any change in their mailing address;

    ii. Particulars of their bank account & e-mail ids in case the same have not been sent earlier;

    iii. Members who hold shares in physical form in multiple folios in identical names are requested to send the share certificate for consolidation into single folio.

    Further, please note that Members holding equity shares in electronic form are requested to contact to their DP with whom they are maintaining the demat accounts for updation in address, e-mail ids, Bank details, Bank mandate, ECS mandate, etc.

11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act will be available for inspection at the AGM.

    All the documents referred to in the accompanying Notice and the Explanatory Statement, are open for inspection at the Registered Office of the Company during the business hours, except on holidays, upto and including the date of AGM and copies there of shall also be made available for inspection in physical or electronic form at the Corporate Office of the Company.

12. A Route Map along with Prominent Landmark for easy location to reach the venue of the AGM is annexed with the Notice of AGM and is also available on the website of the Company.

13. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 8th September, 2017 to Wednesday, 13th September, 2017 (both days inclusive) in terms of the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of the AGM and determining names of the shareholders eligible for final dividend on equity shares, if declared at this AGM.

14. The dividend as recommended by the Board of Directors of the Company (₹ 0.80 per equity share of Re. 10/- each), if declared at the AGM, will be paid on or before the 30th day from the date of declaration, to those members or their mandates:

    a) Whose names appear in the list of Beneficial Owners as at the end of business hours on Thursday, 7th September, 2017 in the lists of Beneficial Owners furnished by National Securities Depository Limited and Central Depository Services (India) Limited immediately before commencement of the Book closure in respect of shares held in electronic form; and

    b) Whose names appear as member in the Register of Members of the Company after giving effect to the valid transfers in physical forms lodged with the Company and the RTA of the Company on or before Thursday, 7th September, 2017.

15. Members, who have not encashed their dividend warrant for the financial year 2009-10 and/or the dividend warrants issued for any subsequent financial years so far, are requested to make their claim to the Company the RTA of the Company or send an email to info@aglsiangranito.com or ahmedabad@linkintime.com. However, all the unclaimed dividend pertaining to the financial years before the financial year 2009-10 have been transferred to the Investor Education and Protection Fund as per the provision

of Sections 124 &125 of the Act (including corresponding provisions of the Companies Act, 1956). Members may please note that no claim shall lie against the Company in respect of dividend which remains unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account.

Unclaimed dividend information is available on the website of IEPF viz. www.iepf.gov.in and also on the website of the Company www.aglasiangranito.com

The Act read with the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('Rules'), inter-alia, contains provisions for transfer of all shares in respect of which dividend has not been paid or claimed by the shareholder for seven consecutive years or more in the name of Investor Education and Protection Fund ('IEPF').

16. The Securities and Exchange Board of India ('SEBI') has mandated the submission of Permanent Account Number ('PAN') by every participant in the securities market. However, the members having their shareholding in the Demat form are requested to provide their PAN details to their respective DPs and those who have shares in physical mode are requested to provide their PAN details to the Company or the RTA of the Company.

17. (a) The electronic copy of the Annual Report with the Notice of the AGM (along with Proxy Form, Attendance Slip and Route Map to the AGM Venue) for the financial year ending 31st March, 2017 is being sent to all the members whose email IDs are registered with the Company/ DPs unless any member has requested for a physical copy of the same. For Members, who have not registered their email address, physical copies of the Annual Report with the Notice of the AGM (along with Proxy Form, Attendance Slip and Route Map to the AGM Venue) is being sent through permitted mode.

    (b) To support the 'Green Initiative', the members who are yet to register / update their email address with the Company or DPs are once again requested to register / update the same for receiving the Notices, Annual Reports and other documents / communications through electronic mode.

18. The Notice of AGM (along with Proxy Form, Attendance Slip and Route Map to the AGM Venue) and the Annual Report for the year ended 31st March, 2017 are available at the Company's website www.aglasiangranito.com. The Notice of the AGM is also available on www.evoting.cdsl.co.in

19. The Company has dedicated E-mail address info@aglasiangranito.com for members to mail their queries or lodge complaints, if any. We will endeavor to reply to your queries at the earliest.

20. Members desirous of getting any information about the Financial Statements and operations of the Company are requested to address their queries to the Company Secretary at the Corporate Office of the Company at 202, Dev Arc, Opp. Iscon temple, S. G, Highway, Ahmedabad 380015, ten (10) days before the AGM enabling the Company to keep the information ready.

21. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including amendment thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide facility to the members to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the items of business given in the Notice of the AGM may be transacted through e-voting services. The facility of casting vote through e-voting system from a place other than venue of the AGM ('remote e-voting') will be provided by Central Depository Services Limited ('CDSL').

    The facility of the remote e-voting through electronic means is as an alternate to all members to enable them to cast their votes electronically instead of casting their vote physically at the Meeting. The facility for voting through Ballot Paper shall also be made available at the AGM and the member attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their vote at the Meeting through Ballot Paper at the AGM.

22. The e-voting period commences at 09:00 a.m. on Monday, 18th September, 2017 and ends at 5:00 p.m. on Wednesday, 20th September, 2017. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on Cut-off date of Thursday, 14th September, 2017 ('Cut-off date'), may cast their vote by remote e-voting. No remote e-voting shall be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled for voting upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

23. Mr. Rajesh Parekh, Practicing Company Secretary (Membership No. A8073) and failing him Mr. Kamlesh Patel, Practicing Company Secretary (Membership No. A10772) has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

24. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 3 days after the conclusion of the AGM to the Chairman of the Company. The Chairman or any other person authorised by the Chairman, shall declare the result of the voting forthwith. The result declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website www.aglasiangranito.com and on the website of CDSL immediately after the result is declared by the Chairman and the same shall be simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited.

25. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.

26. Voting process and instruction regarding e-voting:

Section A: Voting Process (EVSN – 170819025):
Members should follow the following steps to cast their votes electronically.

(i) Open the web browser during the voting period and log on to the e-voting website www.evotingindia.com.

(ii) Click on Shareholders to cast your vote(s).

(iii) Please enter your User ID
   a. For account holders in CDSL: 16 digits beneficiary ID,
   b. For account holders in NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Enter the Image Verification as displayed and Click on "Login".

(v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used. If you have forgotten the password, then enter the User ID and the image verification code and click on "FORGOT PASSWORD" and enter the details as prompted by the system.

(vi) Follow the steps given below if you are first time user:
   (a) Holding shares in physical form
   (b) Holding shares in demat form

PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. The Sequence Number is printed on the Address sticker in case of the dispatch of the Annual Report through physical mode and mentioned in the covering e-mail in case of dispatch of soft copy. • In case the sequence number is less than 8 digits enter the applicable number of 0 before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Date of Birth (DOB)	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio no. in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio no. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the Depository or Company please enter the DP ID and Client ID / folio number in the Dividend Bank details field as mentioned in Step 3.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then

directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant Asian Granito India Limited on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Shareholders can also use Mobile app - "m - Voting" for e voting. m - Voting app is available on Apple, Android and Windows based Mobile. Shareholders may log in to m - Voting using their e voting credentials to vote for the Company resolution(s).

Section B: Other instruction regarding e-voting:

i. Non - Individual Shareholders and Custodians (i.e. other than Individuals, HUF, NRI etc.) are additionally required to note and follow the instructions mentioned below:

- They are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

ii. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to upload the following in PDF format in the system for the scrutinizer to verify the same:

a) Copy of Board resolution (where institution itself is voting)

b) Power of Attorney issued in favour of the Custodian as well as the Board resolution of the Custodian.

iii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.

iv. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or calling on Toll free No. 1800-200-5533.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 5 and 6.

Item No. 5

The Board of Directors of the Company at their meeting held on 20th March, 2017 appointed Mr. Hemendrakumar C. Shah as an Additional Director of the Company with effect from 20th March, 2017, pursuant to the provisions of Section 161 of the Companies Act, 2013 (Act) and the Articles of Association of the Company.

Mr. Hemendrakumar C. Shah will hold office upto the date of this AGM. The Company has received a notice in writing under Section 160 of the Act from a member, along with a deposit of requisite amount proposing the candidature of Mr. Hemendrakumar C. Shah for the office of the Independent Director, to be appointed as such, under the provisions of Section 149 of the Act.

The Company has received a declaration from Mr. Hemendrakumar C. Shah that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI Listing Regulations. In the opinion of the Board, Mr. Hemendrakumar C. Shah fulfils the conditions for his appointment as an Independent Director as specified in the Act and SEBI Listing Regulations. Mr. Hemendrakumar C. Shah is independent of the management and possesses appropriate skills, experience and knowledge.

Brief resume of Mr. Hemendrakumar C. Shah

Mr. Hemendrakumar C. Shah holds a Bachelor degree in Commerce and Law, Masters in Commerce as well as qualified Cost and Management Accountant. He is also a Certified Associate of the Indian Institute of Bankers as well as a qualified Company Secretary (CS). His profile include a vast experience of more than 30 years in Finance, Cost & Management Accounting, Banking, Taxation Secretarial, Legal, Insurance and other related matters. Throughout his career he shares an immaculate and passionate professional background of companies like Calico Mills, India's Most Valuable Company ONGC wherein he was a General Manger and Company Secretary, ADANI Enterprise Ltd. as a Deputy General Manager, worked as Chief Financial Officer (CFO) of Elecon Engineering Co. Ltd., Vallabh Vidyanagar and presently working as President (Finance) in SADBHAV Engineering Ltd., Ahmedabad a listed renowned infrastructure company.

DIRECTORSHIP:-

1. As a Director Wizard Fincap Limited, Vallabh Vidyanagar Since February – 2006 to December, 2015.
2. As an Independent Director – Sadbhav Engineering Limited, Ahmedabad -(Listed) – From May -2013 to June – 2014
3. As an Independent Director – Chiripal Poly Films Limited, Ahmedabad – Since 31-03.2015

AWARDS:-

1 He is also a recipient for Excellence in Corporate Governance Award by Institute of Company Secretaries of India (ICSI) in December 2003 by hands of former Dy. Prime Minister Shri L.K. Advani.

2 He is also a recipient of BEST CMA- CFO Award from Institute of Cost Accountants of India, Kolkata in May, 2014.

The Board recommends the resolution set forth for the approval of the members. None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in this resolution except Mr. Hemendrakumar C. Shah.

Item No. 6

The Board of Directors of the Company at their meeting held on 20th March, 2017 appointed Dr. Satish Deodhar as an Additional Director of the Company with effect from 20th March, 2017, pursuant to the provisions of Section 161 of the Companies Act, 2013 (Act) and the Articles of Association of the Company.

Dr. Satish Deodhar will hold office upto the date of this AGM. The Company has received a notice in writing under Section 160 of the Act from a member, along with a deposit of requisite amount proposing the candidature of Dr. Satish Deodhar for the office of the Independent Director, to be appointed as such, under the provisions of Section 149 of the Act.

The Company has received a declaration from Dr. Satish Deodhar that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI Listing Regulations. In the opinion of the Board, Dr. Satish Deodhar fulfils the conditions for his appointment as an Independent Director as specified in the Act and SEBI Listing Regulations. Dr. Satish Deodhar is independent of the management and possesses appropriate skills, experience and knowledge.

Brief resume of Dr. Satish Deodhar

Dr. Satish Y. Deodhar (Prof. Deodhar) completed his bachelor's and master's in economics from the Gokhale Institute of Politics

and Economics and received Ph.D. in Agricultural Economics from The Ohio State University. He was the recipient of the Outstanding Ph.D. Dissertation Award from the Food Distribution Research Society, USA. Currently, he teaches economics at the Indian Institute of Management Ahmedabad (IIMA) and has been honoured with the Dewang Mehta Best Professor of Economics Award in 2012 and 2015 by the Business Affairs Council.

Dr. Deodhar has worked on imperfectly competitive market structures, World Trade Organization (WTO), agricultural trade, food quality, and CSR issues. He has conducted research projects for India's Ministry of Food Processing Industry, Ministry of Agriculture, Indian Bank, and Economic Research Service of the US Department of Agriculture. He was selected as the Hewlett Fellow of the International Agricultural Trade Research Consortium during 2006-2008. He has been the recipient of the Distinguished Young Professor Award for Excellence in Research from IIMA. He has authored quite a few monographs and books. One of his books "Day to Day Economics", which he wrote for the IIMA Random House Business Book Series, has gone on to become a national bestseller in non-fiction category with close to 50,000 copies sold till date.

Dr. Deodhar was the pioneer Convener of the largest annual computerized common admission test (CAT) conducted by IIMs for admissions to management schools. He has also held many administrative positions at IIMA including Admission Chair, Placement Chair, PGPX Chair, Welfare Chair and Warden. Currently, he is the Chair of the Post Graduate Programme in Management (PGP). He is a Life Member of the Association of Food Scientists and Technologists (India), and serves on the advisory board of Savida Agri-com Ltd.

The Board recommends the resolution set forth for the approval of the members. None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in this resolution except Dr. Satish Deodhar.

Annexure A

Information pursuant to the provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be re-appointed:

Name of Director	Mr. Bhogibhai B. Patel (DIN: 00300345)
Date of Birth	18th October, 1969
Age as on 31st March, 2017	48 years
Date of first appointment	11th May, 2011
Qualification	B. Sc, B. Tech
Experience	He is having rich experience of 18 years in ceramic industry.
Terms and conditions of re-appointment	There is no change in the terms and conditions relating to appointment of Mr. Bhogibhai B. Patel as Director of the Company, as approved by the members at the AGM held on 29th day of September, 2011
Remuneration sought and last drawn	As mentioned in the Report on Corporate Governance
Shareholding in the Company as on 31st March, 2017	242299 shares
Relationship with other Directors and Key Managerial Personnel of the Company	Not related with other Directors and Key Managerial Personnel of the Company
No. of Board Meetings attended during the financial year 2016-17	8 (Eight)
Directorships held in other public Limited Companies including other Listed Companies	NIL
Chairmanship/ Membership of the Committee of Board of Directors of the Company	NIL
Chairmanship/ Membership of the Committee of the Board of Directors of other Public limited Companies*	NIL

Note: * The Committee of the Board of Directors includes only Audit committee and Stakeholders Relationship committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Registered Office:
202, Dev Arc, Opp. Iskon Temple,
S.G. Highway,
Ahmedabad 380 015

By Order of the Board
For Asian Granito India Limited

Place: Ahmedabad
Date: 10.08.2017

Renuka A. Upadhyay
Company Secretary & Compliance Officer