

ACROW INDIA LTD.

ACROW**50th Annual Report****NOTICE**

NOTICE IS HEREBY GIVEN that the FIFTIETH ANNUAL GENERAL MEETING of the Company will be held as scheduled below.

DATE : Thursday, 30th September 2010
 TIME : 09:30 A.M.
 PLACE : Krida Mandal Hall, Ravalgaon - 423 108,
 Taluka Malegaon, Dist. Nasik, Maharashtra.

to transact the following business :

ORDINARY BUSINESS:

- 1 To consider and adopt the Directors' Report, the Auditors' Report and the Balance Sheet and Profit and Loss Account for the financial year ended 31st March 2010 together with the Schedules and Notes attached thereto, along with the Directors' Report and the Auditor's Report.
- 2 To declare dividend
- 3 To appoint a Director in place of Mr. Narayan Varma who retires by rotation and, being eligible, offers himself for re-appointment.
- 4 To appoint a Director in place of Mr. Vikram Bhat who retires by rotation and, being eligible, offers himself for re-appointment.
- 5 To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS:

- 6 To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT in accordance with the provisions of section 257 & all other applicable provisions, if any, of the Companies Act, 1956, Mr. Ashok Ashtekar who was appointed by the Board of Directors as an additional Director of the company and who holds office up to the ensuing Annual General Meeting under section 260 of the Companies Act 1956 & in respect of whom the Company has received a notice in writing proposing his candidature or the office of Director, be & is hereby appointed as Director of the Company, liable to retire by rotation.

By Order of the Board,
H. B. DOSHI
 Chairman

Dated: 27th July 2010.

NOTES:

- 1 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE MEETING.
- 2 The Register of Members and Share Transfer Books of the Company will remain closed from 15th September 2010 to 30th September 2010 both days inclusively
- 3 The members holding shares in physical form are requested to notify immediately details of any change/ correction in their address, bank particulars etc. to the Company's Registrars and Share Transfer Agents. Members holding shares in demat account (electronic form) may notify any change to the Depository Participant.
- 4 i) The dividend for the financial years ended 31st March, 1996, 30th September, 1997, 30th September, 1998, 30th September, 1999 and 30th September, 2000, 30th September, 2001 and

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- 30th September 2002 which remained unclaimed for 7 years from the date of declaration have been transferred to the Investor Education and Protection Fund established by the Central Government pursuant to Section 205C of the Companies Act, 1956.
- ii) Dividend for the financial year ended 30th September, 2003 which remains unclaimed, will be due for transfer to the Investor Education and Protection Fund of the Central Government on 30th, September, 2010 pursuant to the provisions of Section 205 A & 205 C of the Companies Act, 1956, the shareholders are requested to apply for claim of unclaimed Dividend for the financial year ended 30th September 2003 and thereafter.
- iii) Shareholders are requested to note that no claim shall lie against the Company or the said Investor Education and Protection Fund after the transfer of unclaimed dividend to the fund.
- 5 The shares of the Company are under compulsory demat list of SEBI and therefore trading in equity shares can be done only in demat form. In case you have not demated your shares, you may do so by opening an account with any Depository Participant and completing the dematerialization procedure.
- 6 The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

The Board of Directors of the Company (Board), appointed Shri Ashok Ashtekar as an additional director with effect from 1st October 2009 pursuant to provisions of Section 260 of the Companies Act, 1956 read with Articles of Association of the Company by Circular Resolution.

In terms of provisions of section 260 of the Act, Shri Ashok Ashtekar would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with deposit of Rs 500/ from proposing the candidature of Mr Ashok Ashtekar to the office of director under the provisions of section 257 of the Act. Shri Ashok Ashtekar is not disqualified from being appointed as Director in terms of section 274(1)(g) of the Act. The Company has received the requisite Form DD-A from Shri Ashok Ashtekar in terms of the Companies (Disqualification of Directors under Section 274(1)(g) of the Companies Act, 1956) Rules 2003 confirming his eligibility for such appointment.

On behalf of the Board of Directors
H. B. DOSHI
CHAIRMAN

Registered Office :
Ravalgaon - 423 108
Taluka Malgaon, Dist. Nasik, Maharashtra.
Dated : 27th July 2010.