



Tel: 91-22-2204 7424
91-22-2204 9879
Fax: 91-22-2287 2620

modella woollens limited

CIN No.: L17120MH1961PLC012080

REGISTERED OFFICE : 4-C. VULCAN INSURANCE BUILDING, VEER NARIMAN ROAD, MUMBAI - 400 020. INDIA
E-mail: modella@vsnl.com Website: www.modellawoollens.com

REF:MWL: 228

29/8/2016

To,
The Corporate Relationship Dept,
BSE Ltd.,
P.J. Towers, Dalal Street
Mumbai 400 001.

Dear Sir,

Kind Attn.: Mr. Robert A.Y., DCS-CRD

Ref:Sec.Code No.:503772

Please find enclosed three copies of the notice sought to be published in 'Free Pree Journal' and Navashakti' on 30th August, 2016 for your records.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For Modella Woollens Ltd.

(V.K. Grover)
Chairman & Managing Director
(DIN: 00434129)

Encl: as above



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NOTICE

NOTICE is hereby given that the 54th Annual General Meeting of the Members of Company will be held on Thursday, the 29th day of September, 2016 at 11.30 a.m. at Walchand Hirachand Hall of Indian Merchants' Chamber, 76 Veer Nariman Road, Churchgate, Mumbai-400 020, to transact the business set out in the Notice convening the meeting.

The dispatch of the Annual Report together with Notice of the AGM either by e-mail or through physical copy has been completed on 1st September, 2016.

Notice is also hereby given that pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014, that the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday 20th September, 2016 to Thursday 29th September, 2016 (both days inclusive) for the purpose of the Annual General Meeting.

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd September, 2016.

Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22nd September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

The remote e-voting period commences on 26th September, 2016 (9:00 am) and ends on 28th September, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

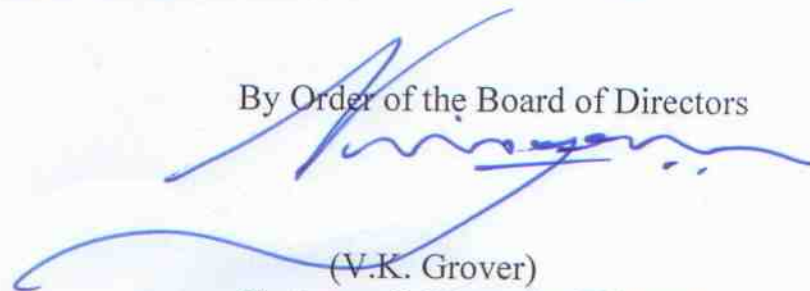
The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the Meeting through ballot paper.

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.

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

The Notice of AGM is available on the www.evoting.nsdl.com. The procedure of electronic voting is available in the e-voting details and instructions sent along with the Annual Report. In case of any queries or issues regarding e-voting, you may refer Frequently Asked Questions ("FAQs") and e-voting manual available at www.evoting.nsdl.com under help section contact NSDL at the following toll free no. 1800-222-990.

By Order of the Board of Directors



(V.K. Grover)

Chairman & Managing Director

(DIN: 00434129)

Place: Mumbai
Dated: 29/8/2016