



6th September, 2016

To,

The Bombay Stock Exchange Limited
Floor 25, P J Towers
Dalal Street
Mumbai-400 001.

The National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra- Kurla Complex
Bandra (E)
Mumbai – 400 051.

Dear Sir/Madam,

Sub: Intimation of dispatch of 12th Annual Report, 12th Annual General Meeting Notice and news paper publication

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby intimate you that the 12th Annual Report and the 12th Annual General Meeting notice has been sent to the shareholders of the Company via electronic mode and through courier, on 3rd September, 2016.

Further, we also enclose the copies of the clippings of the news paper publications, published on 4th September, 2016 in,

- (i) Financial Express (English) – All India Edition
- (ii) Hosa Digantha (Kannada) – Regional Edition

Since, Monday, the 5th September, 2016 was a holiday due to Ganesh Chaturti, we are intimating the foregoing today.

Request you to take the same on records.

Thanking you,

For **NITESH ESTATES LIMITED**

D SRINIVASAN
Company Secretary & Chief Compliance Officer

Encl. : a/a



Nitesh Estates Limited

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, Nitesh Timesquare, #8, M.G. Road, Bangalore - 560 001, India
P: +91-80-4017 4000 F: +91-80-2555 0825, W: niteshestates.com



Nitesh Estates Limited

(CIN: L07010KA2004PLC033412)

Regd. Office: Level 7, Nitesh Timesquare, # 8, M G Road, Bangalore 560 001
Ph: +91-80-4017 4000 Fax: +91-80-2555 0825 Web: www.niteshestates.com
email: investor@niteshestates.com

**Notice of 12th Annual General Meeting,
Book Closure and E-Voting Information**

NOTICE IS HEREBY GIVEN THAT the 12th Annual General Meeting of the shareholders of Nitesh Estates Limited will be held on Wednesday, the 28th September 2016 at 2.00 p.m. at "Dr. B. R. Ambedkar Memorial Trust" (Ambedkar Bhavana), Miller's Road, Vasanthnagar, Bangalore - 560 052 to transact the ordinary and special businesses as set out in the Notice. The Annual Report has been e-mailed to the shareholders who have registered their email addresses and to the remaining shareholders through courier. The Notice posting has commenced and completed on 3rd September, 2016.

The copy of the Annual Report, the Notice, Proxy form and the Attendance Slip are also available on the Company's website www.niteshestates.com. Members who have not received the Annual Report may download it from the Company's website or may request for a copy of the same by writing to the below mentioned e-mail ID or Registered Office of the Company. All documents referred to in the accompanying Notice and the Explanatory Statement will be open for inspection at the Registered Office of the Company between 10.00 a.m. to 12.00 noon from Monday to Friday on all business days up to and including the date of the meeting.

The proposed resolutions may be passed by the Shareholders through remote E-Voting platform provided by the Company through M/s. Karvy Computershare Private Limited (KARVY), the Registrar & Share Transfer Agents, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015. The voting rights shall be as per the number of shares held by the member(s) as on Cut Off date i.e. on Wednesday, the 21st September, 2016. The facility for voting, through physical polling papers shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

Members whose names appear on the Register of Members/ Register of Beneficial Owners maintained by the Depositories as on the Cut Off date for e-voting i.e. Wednesday, the 21st September, 2016 may obtain the Login ID and passwords by sending a request to helpdesk.evoting@karvy.com or contact our Registrar and Share Transfer Agent at their address Karvy Selenium Tower B, Plot No 31 & 32 Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 038, and also can attend the AGM in person or appoint a proxy.

The voting through remote electronic means will commence on Saturday, the 24th September, 2016 at 10 A.M. (IST) and will end on Tuesday, the 27th September, 2016 at 5.00 P.M. (IST). The remote e-voting shall not be allowed beyond the date and time specified above. Once the vote on a resolution is cast by the shareholder, such shareholder shall not be allowed to change it subsequently. The procedure for e-voting is available on the e-voting website: <https://evoting.karvy.com>. Please read E-voting instructions given in the Notice before recording your assent/dissent by accessing the e-voting website and logging-in using your User ID. Password provided to you. Kindly note that once you have cast your vote you cannot modify or vote on poll at the Annual General Meeting. However, you can attend the meeting and participate in the discussions, if any.

Notice is also hereby given as per Section 91 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 that the Register of Members, Register of Debenture holders and the Register of Securities Transfer will remain closed from Friday, 23rd September, 2016 to Wednesday, the 28th September, 2016 (both days inclusive).

In case of any queries/grievances, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Download sections of <https://evoting.karvy.com> or contact KARVY at Telephone No.: 1800 345 4001 (Toll free) or Mr. D Srinivasan, Company Secretary & Chief Compliance Officer of the Company at investor@niteshestates.com, or contact him at Telephone No.080-40174119.

For NITESH ESTATES LIMITED
Sd/-
D Srinivasan
Company Secretary &
Chief Compliance Officer

Place: Bangalore
Date: 3rd September, 2016

Cane Agro Energy (India) Limited

CIN U01115PN2007PLC130211

Regd Office : At Raigaon, Post Hingangaon (Budruk), Tal - Kadegaon, Sangli-415305
Email Id : caneagro1@gmail.com

Contact No : 02347-245148 / 49 Fax : 02347-245166

NOTICE

Members are hereby informed that pursuant to Sections 108, 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 and Secretarial Standard - 2 (SS-2) on "General Meetings", issued by the Council of the Institute of Company Secretaries of India, (including any statutory modification(s) or re-enactment thereof for the time being in force) the

**MAHARASHTRA SEAMLESS LIMITED**

CIN: L9999MH1098PLC090546

Regd. Off: Pipe Nagar, Village - Sukoli, N.H.17, B.K.G. Road,
Taluka Roha, Distt. Raigad - 402126, Maharashtra
Phone No.: 02194-238511; Website: www.jindal.com
E-mail: secretarial@mahaseam.com

NOTICE

Notice is hereby given pursuant to Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 that a Board meeting of the Company is scheduled to be held on Wednesday, 14th September, 2016 to consider and approve the Unaudited Financial Results of the Company for the quarter ended 30th June, 2016 in addition to other Agenda Items.

The said notice is also available on the website of the Company i.e. www.jindal.com and the Stock exchanges i.e. www.bseindia.com and www.nseindia.com.

For MAHARASHTRA SEAMLESS LIMITED

D. C. GUPTA

Gurgaon
3rd Sept., 2016

JINDAL

V.P. & Company Secretary

VISHNU CHEMICALS LIMITED

CIN: L05200TG1993PLC046369

Regd. Office: 6-3-662/B/4, Sri Sai Nilayam, II Floor, Sangeethanagar Colony,
Somajiguda, Hyderabad-500 082, Telangana, India. Tel: 040-69626681-83, Fax: 040-23314139
Website: www.vishnuchemicals.com, Email: vishnu@vishnuchemicals.com

NOTICE

Notice is hereby given that the 23rd Annual General Meeting (AGM) of the members of the Company will be held on Wednesday, the 28th day of September, 2016, at 11.00 A.M. at Hotel I.K. London, 6-3-656, Kapadia lane, Somajiguda, Hyderabad-500082, to transact the business as set out in the Notice of the AGM.

Electronic copies of the Annual Reports for the financial year 2015-16 along with the Notice of the 23rd AGM have been sent to all the Shareholders whose email ids are registered with the Company's Registrar & Share Transfer Agents (RTAs), M/s. Big Share Services Private Limited and Physical copies of the same have been dispatched to all other Shareholders to their registered address in the permitted mode.

The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, the 22nd day of September, 2016 to Wednesday, the 28th day of September, 2016 (both days inclusive) for the purpose of the 23rd AGM of the Company.

Members, who wish to receive physical copies of the said Annual Reports, may write to the Secretarial Department at the Registered Office of the Company.

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is providing its Shareholders, the facility to cast their vote by electronic means on all the resolutions set forth in the Notice through www.evotingindia.com. The details as required pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder are given below:

1. Date of completion of dispatch of Notice is 3rd September, 2016.
2. The e-voting period shall commence on 25th September, 2016 at 10.00 A.M. and ends on 27th September, 2016 at 5.00 P.M. The e-voting module shall be disabled by CDSL for voting thereafter. During the e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date i.e., 21st September, 2016, will be eligible to cast their vote electronically. Once the vote on a resolution is cast by the shareholders, it can't be changed subsequently.
3. Mr. L.D. Reddy, Practicing Company Secretary has been appointed as Scrutinizer for conducting/supervising e-voting.
4. The Notice of 23rd AGM is available on Company's website www.vishnuchemicals.com w.e.f. 3rd September, 2016 and also available on BSE and NSE stock exchanges.

Members are requested to refer to e-voting instructions, regarding the process and manner for e-voting by electronic means. In case of any query or issue regarding e-voting, members may also refer to 'Frequently Asked Questions (FAQ)' and 'user manual for shareholders to cast their votes' in help section at www.evotingindia.com. For any query or grievance, members may contact CDSL at Toll Free No. 18002005533 or write an e-mail to helpdesk.evoting@cdslindia.com or contact Big Share Services (P) Ltd., Registered Share Transfer Agents (RTAs) of the Company or the Company Secretary or write an e-mail to bsshyd@bigshareonline.com or es@vishnuchemicals.net.

By order of the Board
for VISHNU CHEMICALS LIMITED
Sd/-
Shrutii Gupta
Company Secretary

Place: Hyderabad
Date: 03.09.2016

ARTH UDYOG LIMITED

CIN : L18101DL1971PLC028813

Regd. Office: 10 A, Lajpat Nagar - IV, New Delhi - 110 024
Email: arthudyog2@gmail.com, Phone No.: 011-43541401
Website: www.arthudyog.co.in

NOTICE TO SHAREHOLDERS

Notice is hereby given that pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is seeking approval of shareholders by way of postal ballot which includes voting by electronic means (e-voting), in

Nitesh Estates Limited

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, Nitesh Timesquare, # 8, M. G. Road, Bangalore-560 001, India

Ph. +91-80-4017 4000 Fax: +91-80-2555 0825,

Website: www.niteshestates.com, e-mail : investor@niteshestates.com

Notice

NOTICE is hereby given that the 12th Annual General Meeting of Nitesh Estates Limited will be held at **“Dr. B. R. Ambedkar Memorial Trust” (Ambedkar Bhavana), Miller’s Road, Vasanthnagar, Bangalore – 560 052** on Wednesday, the 28th September, 2016 at 2.00 P.M., to transact the following business:

ORDINARY BUSINESS:

1. To consider and if thought fit, to adopt the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT the audited balance sheet as at 31st March 2016, the statement of profit and loss account and cashflow statement including the consolidated financial statements for the year ended as on that date, together with the report of the Director’ and Auditors’ thereon as presented to the meeting, be and are hereby approved and adopted.”

2. To consider and if thought fit, to adopt, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT Mr. Mahesh Bhupathi (DIN 01603093) Director, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

3. To ratify the appointment of statutory auditors of the Company, and to fix their remuneration and to adopt the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as per the recommendations of the Audit Committee of the Board, and as approved by the members at the Annual General Meeting held on September 26, 2014, the appointment of M/s. Ray & Ray, Chartered Accountants (Firm Regn.No.301072E), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company, be and is hereby ratified and that the Board be and is hereby authorized to fix the remuneration payable to them as may be determined by the Audit Committee in consultation with the Auditors.”

SPECIAL BUSINESS:

4. **To approve the increase in the Authorised Capital of the Company and to alter the Memorandum of Association:**

To consider and if thought fit, to adopt the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 13 read with Section 61 and any other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 15,00,00,000 (Fifteen Crores) equity shares of face value of Rs.10/- each (Rupees Ten Only) to Rs.500,00,00,000 (Rupees Five Hundred Crores only) divided into 50,00,00,000 (Fifty Crores) equity shares of Rs.10/- each (Rupees Ten Only).

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be and is hereby substituted and read as under:

V. The Authorised Share Capital of the Company is Rs.500,00,00,000 (Rupees Five Hundred Crores only) divided into 50,00,00,000 (Fifty Crores) equity shares of Rs.10/- each (Rupees Ten Only), with the power to increase and/or reduce the

Capital of the Company from time to time in accordance with the regulations of the Company and the legislative provisions for the time being in force in this behalf and with the power to divide or consolidate the shares in the Capital for the time being, into several classes or kinds and to attach thereto respectively and preferential deferred, qualified or special rights, privileges or conditions as may be determined and to vary, modify and abrogate any such rights, privileges or conditions in such manner as may be provided or determined.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee constituted by the Board or any person(s) authorized by the Board in this regard) be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms/documents with the appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

By order of the Board
For **NITESH ESTATES LIMITED**

Registered Office:

Level 7, Nitesh Timesquare,
8, M G Road,
Bangalore – 560 001

Place: Bangalore
Date: August 9, 2016

D. SRINIVASAN
Company Secretary & Chief Compliance Officer

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE VALID MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10% OF THE PAID UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. A Corporate Member entitled to attend the meeting shall along with their authorized representative(s) send a certified true copy of a resolution passed by the Board of Directors and vote on their behalf at the meeting.
3. A Statement pursuant to Section 102 of the Companies Act, 2013 on each item of special business to be transacted at the meeting is annexed hereto as **Annexure-I**.
4. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Companies Act, 2013 will be open for inspection at the Registered Office of the Company between 10.00 A.M. to 12.00 Noon from Monday to Friday on all business days up to and including the date of the meeting.
5. Section 205A of Companies Act, 1956 (corresponding to Section 124 of Companies Act, 2013) mandates the companies to transfer dividends that have been unclaimed for a period of seven years from the unpaid dividend account of the Company to the Investor Education and Protection Fund (IEPF). Accordingly, The unclaimed dividends of Rs. 41,320/- (Rupees Forty One

Thousand Three Hundred and Twenty only) as on 31st March, 2016 out of the dividends declared for the financial year 2010-11 on 28th September, 2011 will be transferred to IEPF on **27th October, 2018**.

The Company has sent reminders to the concerned shareholders, advising them to lodge their claims with respect to unclaimed dividends. Shareholders are cautioned that once the unclaimed dividend is transferred to the IEPF, **no claim shall lie in** respect thereof with the Company. Members who have not yet en-cashed the dividend warrant(s) so far for the financial year ended 31st March 2011 are requested to make their claim to the Registrar and Share Transfer Agent of the Company.

6. As required under Sec. 91 of the Companies Act, 2013 and the provisions of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Securities Transfer Registers, Register of Members and Register of Debenture holders, shall remain closed from **Friday, the 23rd Sept 2016 to Wednesday, the 28th Sept 2016 (both days inclusive)**.
7. Pursuant to the applicable provisions of the Companies Act, 2013 and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the brief details of the director seeking re-appointment at the Annual General Meeting is appended to this Notice as **Annexure - II**.
8. Members are requested to advise any changes in their communication address, register their E-mail address, PAN details and Bank details such as Bank and Branch Name, IFSC Code and MICR No. etc with Karvy Computershare Private Limited, the Registrars and Share Transfer Agents of the Company at Karvy Selenium, Tower B, Plot No. 31 & 32. Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 038, Tel: +91 040 67161510.
9. For the convenience of Members / Proxy Holders and for the proper conduct of the meeting, entry to the place of meeting will be regulated by an Attendance Slip, which is annexed to this Notice. The Members/ Proxy Holders are requested to bring the duly completed and signed Attendance Slip along with their copy of the Annual Report to the meeting. Additional copies will not be provided at the meeting.
10. The Notice is being sent to all the Members (electronic or physical copy), whose names appeared in the Register of Members as on **Friday, the 19th August, 2016**. The Notice of the meeting is posted on the website of the Company www.niteshestates.com and is also available on the websites of the Stock exchanges where the securities of the Company are listed i.e. the Bombay Stock Exchange Limited www.bseindia.com and the National Stock Exchange of India Limited www.nseindia.com.
11. **The businesses as set out in the Notice will be transacted through remote electronic voting system and the Company will provide a facility for voting by remote electronic means.** In compliance with the provisions of Section 108 of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the facility of remote e-voting means, as an alternate, to all its Members to enable them to cast their votes electronically. Please note that the remote voting through electronic means is optional.
12. The remote voting through electronic means will commence on **Saturday, September 24, 2016 at 10.00 A.M. and will end on Tuesday, September 27, 2016 at 5.00 P.M.** The Members will not be able to cast their vote electronically beyond the date and time mentioned here. Once the vote on a resolution is cast by a shareholder via remote e-voting, it cannot be changed subsequently or cast the vote again. However, a member may participate in the meeting even after exercising his/her right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
13. During the period when the facility for remote e-voting is provided, the Members of the Company holding the shares either in physical or in dematerialised form as on **Wednesday, the 21st September, 2016** may opt to vote via remote electronic voting process.
14. Physical Poll/ Ballot voting will be conducted by the Company on the day of the meeting and members who have not cast their vote via remote e-voting process, shall only be entitled to exercise their right to vote by way of Poll Paper/Ballot at the meeting.

15. The Company has appointed Mr. Sudhindra K. S., Practicing Company Secretary (FCS 7909, CP No. 8190) to act as the Scrutinizer for conducting the electronic voting process and ballot voting at the meeting in a fair and transparent manner.

The procedure and instructions for the voting through electronic means is, as follows:

Open your web browser during the voting period and log on to the e-voting website <https://evoting.karvy.com>

Now, fill up the following details in the appropriate boxes:

User-ID	a) For NSDL:- 8 characters DP ID followed by 8 Digits Client ID b) For CDSL:- 16 digits beneficiary ID
Password :	please refer to the cover email enclosing this Notice
PAN*	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department
* Members who have not updated their PAN with the Company are requested to use default number 'ABCDE12345' in the PAN field.	

- a) After entering the details appropriately, click on **LOGIN**.
- b) You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- c) You need to login again with the new credentials.
- d) On successful login, the system will prompt you to select the EVENT i.e., NITESH ESTATES
- e) On the voting page, the number of shares as held by the shareholder as on the Cut-off Date will appear. If you desire to cast all the votes assenting/dissenting to the Resolution then enter all shares and click "FOR" / "AGAINST" as the case may be. You are not required to cast all your votes in the same manner.
- f) Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.
- g) Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.
- h) 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 etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail: sudhindraksfcs@gmail.com
- i) Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.
- j) The Portal will remain open for voting from: 10.00 A.M. on Saturday, 24th Sept. 2016 to 5.00 P.M. on Tuesday, 27th Sept. 2016 (both days inclusive).**
- k) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. Rajendra Prasad, Karvy Computershare Pvt. Ltd. at 040-67161500 or at 1800 345 4001 (toll free).

- l) The results of e-voting will be announced by the Company on its website and the same shall also be informed to the stock exchanges.
- m) **Kindly note that once you have cast your vote you cannot modify or vote on poll at the Annual General Meeting. However, you can attend the meeting and participate in the discussions, if any.**

By order of the Board
For NITESH ESTATES LIMITED

Registered Office:

Level 7, Nitesh Timesquare,
8, M G Road, Bangalore – 560 001.

Place: Bangalore
Date: August 9, 2016

D. SRINIVASAN
Company Secretary & Chief Compliance Officer

Statement pursuant to Section 102 of the Companies Act, 2013:

The following explanatory statements sets out all the material facts relating to the businesses mentioned in the accompanying Notice of Annual General Meeting dated 9th August, 2016 that requires explanatory statement and shall be taken as forming part of the said Notice.

Item No. 3:

The Company has received certificate pursuant to Section 141 of the Companies Act, 2013 and the rules made thereunder from M/s. Ray & Ray, Chartered Accountants, the Statutory Auditors of the Company, having Firm Registration No. 301072E allotted by the Institute of Chartered Accountants of India (ICAI), who were appointed for a first term of 5 consecutive years pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules made thereunder, at the Annual General Meeting held on September 26, 2014 and are eligible for re-appointment as Statutory Auditors of the Company.

As per the provisions of Section 139(1) of the Act, their appointment for the above term is subject to ratification by the shareholders at every AGM. Accordingly, ratification of the members is being sought for the proposal contained in the Resolution set out at item no. 3 of the Notice.

The Board recommends the Resolution at Item No. 3 for approval by the Members.

None of the Directors, Key Managerial Personnel and their relatives is in any way interested or concerned, in this resolution.

Item No. 4:

The Company is in the process of exploring the opportunities for diversifications and also to increase the investments in its subsidiaries. Further, the capital infusion is required for augmenting the working capital requirements of the Company, for this purpose the Company may have to raise funds which requires the Authorised Capital is increased to adequate limit. Accordingly, it is proposed to increase the authorised capital of the Company to Rs.5,00,00,00,000/- (Rupees Five Hundred Crores only) and to alter the capital clause of the Memorandum of Association of the Company.

Therefore, the Board recommends the Resolution at Item No. 4 for approval by the Members.

None of the Directors, Key Managerial Personnel and their relatives is in any way interested or concerned, in this resolution.

Documents for inspection:

All the relevant documents are available for inspection at the Registered Office of the Company, during working days from 10.00 A.M. to 12.00 Noon.

Annexure II to the Notice

Brief particulars of the Director being reappointed pursuant to the applicable provisions of Companies Act, 2013 and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Name of Director	Mr. Mahesh Bhupathi (DIN: 01603093)
Age	42
Date of Appointment	June 30, 2005
Expertise in specific Functional areas	He is a professional tennis player and became the first Indian to win a Grand Slam tournament in 1997 and was ranked number one in the ATP Doubles Rankings in 1999. He has over seven years of professional experience in the sports, media and entertainment industry.
Other Directorships held	i. Bhupathi Tennis Academy Private Limited ii. H.E.A.L. Institute Private Limited iii. Live Sports 365 Private Limited iv. SX Sports Private Limited
Membership of Committees	Nil
No. of shares held in the Company	1,96,410 Equity Shares

By order of the Board
For NITESH ESTATES LIMITED

Registered Office:

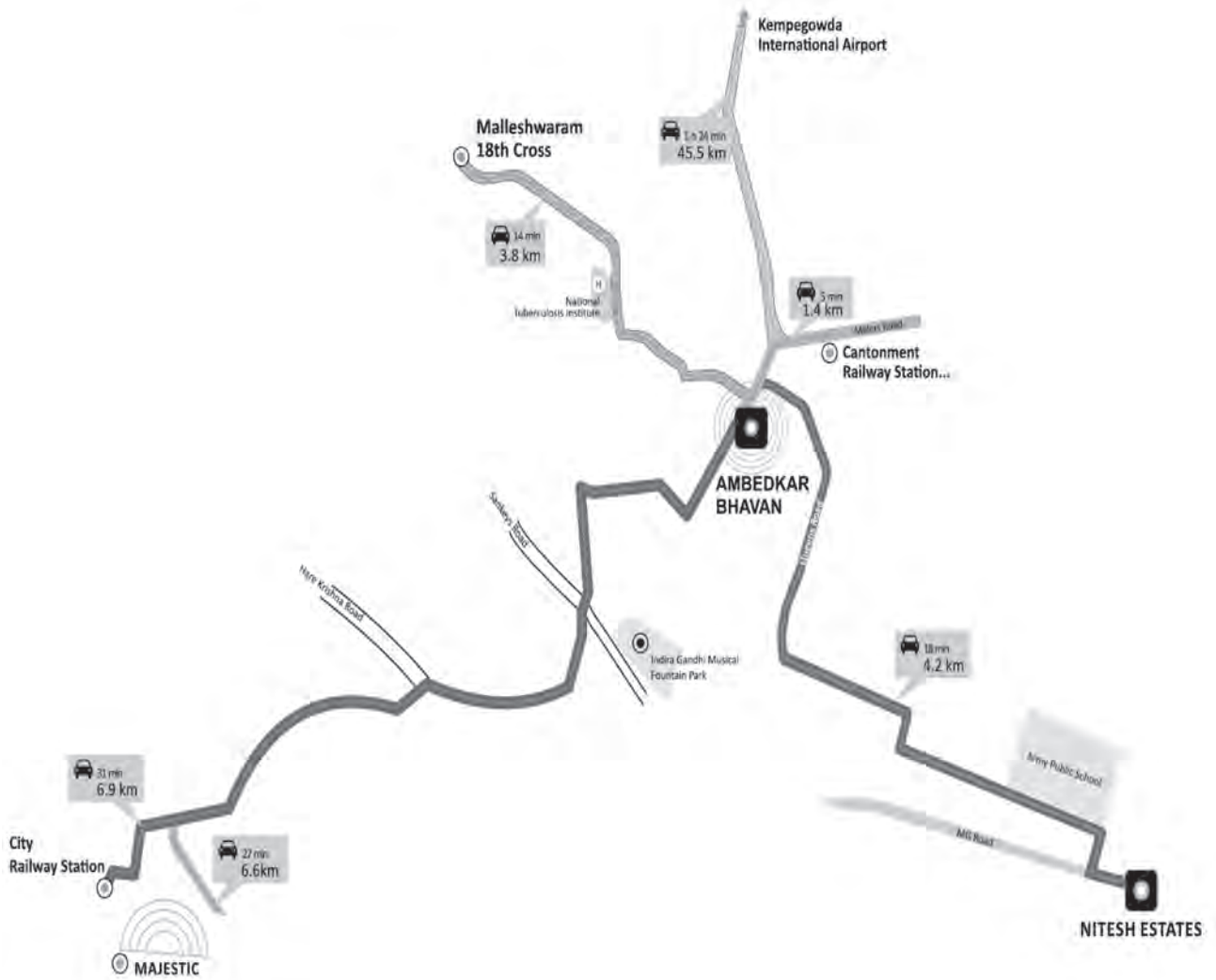
Level 7, Nitesh Timesquare,
8, M G Road, Bangalore – 560 001.

Place: Bangalore
Date: August 9, 2016

D. SRINIVASAN
Company Secretary & Chief Compliance Officer

ROUTE MAP TO THE VENUE

FOR THE 12TH ANNUAL GENERAL MEETING OF THE COMPANY



Nitesh Estates Limited

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, 'NITESH TIMESQUARE', # 8, M.G. Road, Bangalore 560 001

Tel: +91-80-4017 4000; Fax: +91-80-2555 0825

Web: www.niteshestates.com, email : investor@niteshestates.com

ATTENDANCE SLIP

(Members attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall)

I hereby record my presence at the **12th Annual General Meeting** of the Company held on Wednesday, the 28th Sept. 2016 at 2.00 P. M. at "**Dr. B. R. Ambedkar Memorial Trust**" (**Ambedkar Bhavana**), **Miller's Road, Vasanthnagar, Bangalore – 560 052.**



<p>Full Name & Address of the Member (in BLOCK letters)----- ----- ----- ----- ----- Folio No/DP ID* & Client ID*:----- ----- ----- No. of Shares held : -----</p>	<p>----- Signature of the Member</p>
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*applicable for member holding shares in electronic form.

<p>Full Name of the Proxy (in BLOCK letters) ----- -----</p>	<p>----- Signature of the Proxy</p>
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PROXY FORM - MGT-11

[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 Company : NITESH ESTATES LIMITED (CIN : L07010KA2004PLC033412)
Registered Office : 'NITESH TIMESQUARE', 7th Floor, No. 8, M.G. Road, Bangalore 560001.

Name of the Member (s) : _____
Registered address: _____
E-mail Id: _____ DP ID _____ Client ID No.* _____

* Applicable for member holding shares in electronic form.

I / We, being the member(s) of _____ Equity Shares of Nitesh Estates Limited hereby appoint

1. Name : _____
Address : _____
E-mail Id : _____ Signature : _____, or failing him / her
2. Name : _____
Address : _____
E-mail Id : _____ Signature : _____, or failing him / her
3. Name : _____
Address : _____
E-mail Id : _____ Signature : _____, or failing him / her

as my / our Proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 12th Annual General Meeting of the Company, to be held on **Wednesday, September 28, 2016 at 2.00 p.m. at 'Dr. B. R. Ambedkar Memorial Trust' (Ambedkar Bhavana), Miller's Road, Vasanthnagar, Bangalore – 560 052** and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting as are indicated below:

List of Resolutions :

Resolution No.	Resolution	Vote (Optional) (please refer Note No. 3)		
		For/ Assent	Against/Descent	Abstain
ORDINARY BUSINESS - ORDINARY RESOLUTION				
1.	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2016.			
2.	To appoint a Director in place of Mr. Mahesh Bhupathi (DIN:01603093), who retires by rotation and being eligible, offers himself for re-appointment			
3.	To ratify the appointment of M/s. Ray & Ray, Chartered Accountants, as the Statutory Auditors of the Company.			
SPECIAL BUSINESS - ORDINARY RESOLUTION				
4.	Increase the authorised capital of the Company and to alter the Memorandum of Association			

Affix Re. 1
Revenue
Stamp

Signed this _____ day of _____, 2016

Signature of Shareholder(s)

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) For detailed resolutions and statements pursuant to Section 102 of the Companies Act, 2013 please refer 12th Annual General Meeting Notice.
- (3) It is optional to indicate your preference, if you leave the 'For / Assent', 'Against / Descent' or 'Abstain' column blank against any or all resolutions, your Proxy will be at the option to vote in the manner as he/she may deem appropriate.