

NOTICE

Notice is hereby given that the Thirty Second Annual General Meeting of the company will be held on Friday 23rd September, 2016 at 10:30 a.m. at the Lifestyle Lounge G-10 IVY Center, Ground Floor, Prabhat Nagar, Patel Estate Road, Next to Amboli Police Station, Jogeshwari West, Mumbai, 400102 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on 31st March, 2016 with the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Shetna Patel (DIN: 06642724), who retires by rotation and being eligible, seeks re-appointment.
3. Ratification of appointment of Statutory Auditors and fix their remuneration

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the rules made there under and pursuant to the recommendations of the audit committee and pursuant to the resolution passed by the members at the AGM held on September 30, 2014, the Company hereby ratify the appointment of M/s. Vishves A. Shah & Co., Chartered Accountants (Firm Registration No. 121356W) as the statutory auditors of the Company to hold office from the conclusion this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the calendar year 2017, and the Board of Directors be and is hereby authorized to fix the remuneration plus applicable service tax payable.”

For, Aviva Industries Limited

Bharvin Patel
Chairman and Managing Director
DIN: 01962391

Date: 12th August, 2016

Place: Ahmedabad

NOTES:

1. The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), of the person seeking re-appointment as Director under Item No. 2 of the Notice is also annexed herewith.

Name of Director	Mrs. Shetna Patel	List of Public Company in which Directorship held	Specific Glass Mosaic India Limited
Date of Birth	11 th November 1979	*Chairman/ Member of the Committees of the Board of Directors of the Co.	Member - Stakeholders Relationship Committee
Date of appointment	31 st March 2015	*Chairman/ Member of the committees of Directors of other Co.	N.A
Expertise in specific functional areas	Experience of more than two and half year in the field of Investment Business.	Relationship with other Directors	She is wife of Mr. Bharvin Patel, Managing Director of the Company.

*Chairmanship/membership of the Audit Committee and Stakeholders' Relationship Committee has been considered.

2. **A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.**
A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 (Forty-Eight) Hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.
During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.
3. Members/Proxies should bring their Attendance slip duly completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.
6. The Register of Members and Share Transfer Books of the Company will be closed from Saturday, September 17, 2016 to Friday, September 23, 2016 and same will be re-opened from Saturday, September 24, 2016 onward.

7. The route map showing directions to reach the venue of the Thirty Second AGM is provided at the end of notice and also uploaded on the Website of the Company.
8. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
9. The members who holds shares of the Company in Physical form are informed that the company is in process of updating records of the shareholders in order to reduce the physical documentation as far as possible. In line with new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, members are requested to update and intimate their PAN, phone no., e-mail id and such other information to the Company's Registrars and Transfer Agents, Link Intime (India) Private Limited (LIPL). Members further requested to update their current signature in LIPL system. The Performa of updation of Shareholder information is provided at the end of this annual report.
10. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
11. 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 LIPL.
12. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact LIPL for assistance in this regard.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to LIPL, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
14. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the LIPL. Members holding shares in physical form may submit the same to LIPL. Members holding shares in electronic form may submit the same to their respective depository participant.
15. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request every member to update their email address with concerned Depository Participant and LIPL to enable us to send you the communications via email.
16. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2015-16 will also be available on the Company's website viz. www.avivaindustries.com.
17. The Company has no unpaid or unclaimed amount lying on its account.
18. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
19. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
20. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Annual General Meeting.
21. In compliance with the provisions of Section 108 of the Act and the Rules framed there under, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by National Securities Depository Limited ("NSDL") on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through e-voting and voting at the AGM is/are deemed to have been passed as if they have been passed at the AGM.
22. 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 September 16, 2016.
23. 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. September 16, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in.
24. The remote e-voting period commences on Tuesday, 20th September, 2016 (9:00 am) and ends on Thursday, 22nd 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 16th 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.
25. 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.
26. The facility for voting through polling paper shall be made available at the AGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the AGM.

27. The Board of Directors has appointed Mr. Anand Lavingia, Practicing Company Secretary (Membership No. ACS 26458 COP 11410) as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM and in a fair and transparent manner.
28. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
29. The results of Remote E-voting and voting at the AGM shall be declared within 48 (Forty Eight) hours of conclusion of Annual General Meeting. The results declared along with the Scrutinizer's Report, beside be communicated to the BSE Limited, shall be placed on the Company's website at www.avivaindustries.com and on the website of E-voting agency i.e. NSDL at www.evoting.nsdl.com within 48 hours of conclusion of AGM of the Company.
30. **The process and manner for remote e-voting are as under**

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

- (i) Open email and open PDF file viz; "Aviva Agm.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN - 105013" of "Aviva Industries Limited".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) 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 to krishivadvisory@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

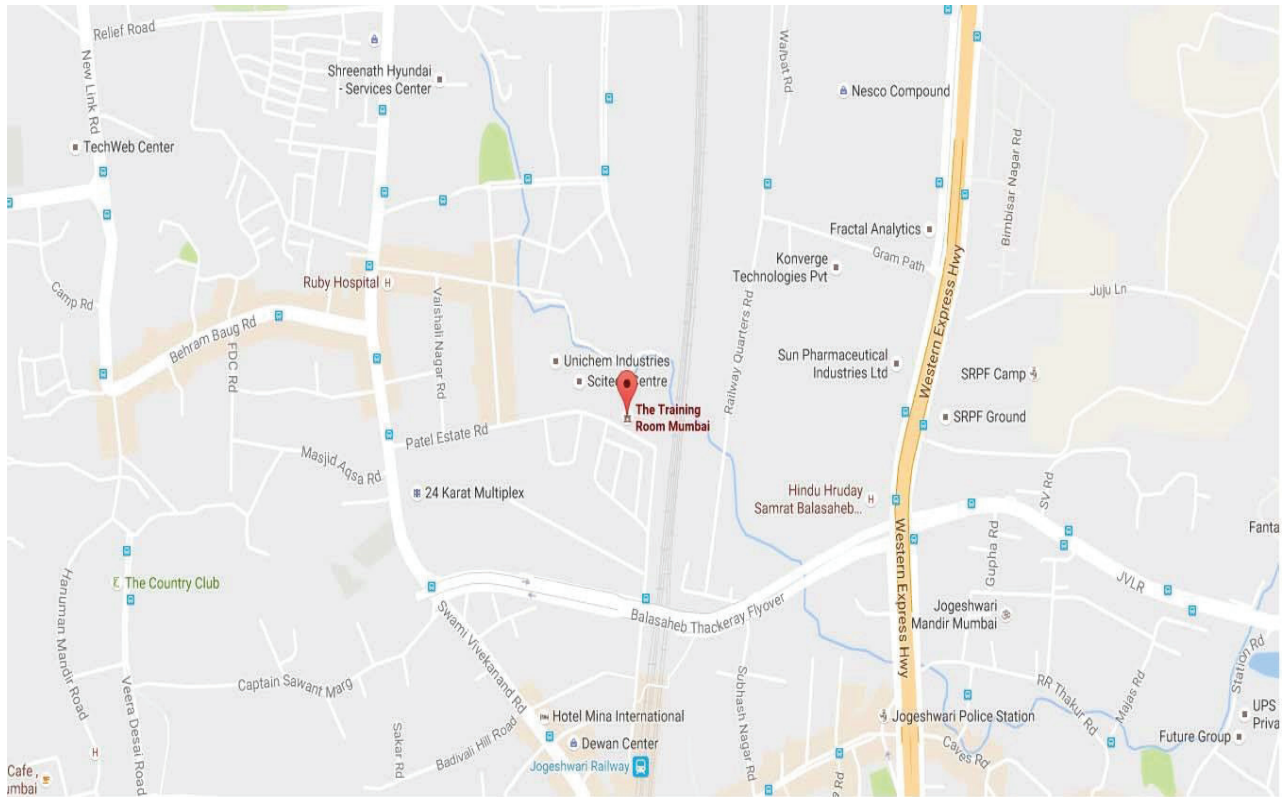
EVEN	User Id	Password
105013		

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

Route map to the venue of Annual General Meeting



Aviva Industries Limited

CIN: L32200MH194PLC034190

Regd. Off: 4th Floor, Jaya Talkies, S.V Road, Opp. Indraprastha, Borivali(W), Mumbai, Maharashtra – 400 092**Corp. Off:** C-3/1001, Anushruti Tower, Nr. Jain Temple, Opp. New York Tower,
Nr. Thaltej Cross Road, S. G. Highway, Ahmedabad – 380 054**Phn:** 079 – 2685 6815 **Fax:** 079 – 2685 6816 **Email:** aviva.amd@gmail.com **Web:** www.avivaindustries.com**Attendance Slip**

1.	Name (s) of the member(s) (in block letters) (including joint holders, if any)	
2.	Registered Address of the Sole/First named member/beneficial owner	
3.	Registered Folio No/ DP ID*/ Client ID No.* (*Applicable to investors holding shares in demat form)	
4.	Number of Shares held	

I hereby record my presence at the Thirty Second Annual General Meeting of the company held on Friday 23rd September, 2016 at 10:30 a.m. at the Lifestyle Lounge G-10 IVY Center, Ground Floor, Prabhat Nagar, Patel Estate Road, Next to Amboli Police Station, Jogeshwari West, Mumbai – 400 102.

Member's/Proxy's Name in Block Letters

Member's/Proxy's Signature

Notes: Please fill up this attendance slip and hand it over at the entrance of the venue of meeting. Members are requested to bring their copies of the Annual Report to the AGM.

Electronic Voting Particulars

The e-voting facility is available at the link <https://www.evoting.nsdl.com>. The electronic voting particulars are set out as follows:

Even	User Id	Password
105013	Use your existing DP Id & Client Id	Use your existing password

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Tuesday, 20 th September, 2016 (9:00 am)	Thursday, 22 th September, 2016 (5:00 pm).

Aviva Industries Limited

CIN: L32200MH194PLC034190

Regd. Off: 4th Floor, Jaya Talkies, S.V Road, Opp. Indraprastha, Borivali(W), Mumbai, Maharashtra – 400 092

Corp. Off: C-3/1001, Anushruti Tower, Nr. Jain Temple, Opp. New York Tower,
Nr. Thaltej Cross Road, S. G. Highway, Ahmedabad – 380 054

Phn: 079 – 2685 6815 **Fax:** 079 – 2685 6816 **Email:** aviva.amd@gmail.com **Web:** www.avivaindustries.com

PROXY FORM

(Form No. MGT-11 - Pursuant to section 105(6) of the Companies Act, 2013 Rules made thereunder)

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No/Client Id	

I/We, being the member (s) of shares of the above named company, hereby appoint

- Name: _____
Address: _____
E-mail Id: _____ Signature: _____ or failing him
- Name: _____
Address: _____
E-mail Id: _____ Signature: _____ or failing him
- Name: _____
Address: _____
E-mail Id: _____ Signature: _____

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company, to be held on the 23rd day of September, 2016 at 10;30 am at the Lifestyle Lounge G-10 IVY Center, Ground Floor, Prabhat Nagar, Patel Estate Road, Next to Amboli Police Station, Jogeshwari West, Mumbai – 400 102 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolution	Vote (Optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
Ordinary businesses				
1.	Adoption of financial statements			
2.	Appointment of Mrs. Shetna Patel as a director liable to retire by rotation			
3.	Ratification of Appointment of Statutory Auditors and fix their remuneration			

Signed this.....day of.....2016

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp of not less than Rs. 1

Note:

- This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting (on or before 21st September 2016 at 10:30 a.m.)
- It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

