

# **Sumeet** **INDUSTRIES LIMITED**

CIN : L45200GJ1988PLC011049

REGD. OFF. : 504, TRIVIDH CHAMBER, 5TH FLOOR, OPP. FIRE BRIGADE STATION, RING ROAD, SURAT - 395 002, INDIA.  
Phone : (91-261) 2328902 Fax : (91 261) 2334189  
E-mail : info@sumeetindustries.com Visit us at : sumeetindustries.com

**Date : 05/04/2017**

To,  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, FORT,  
Mumbai - 400 001  
Scrip Code - 514211

To,  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai : 400 051  
Symbol - SUMEETINDS

*Dear Sir / Madam,*

**SUB. : NOTICE OF EXTRA ORDINARY GENERAL MEETING (EGM NOTICE)**

Dear Sir/Madam,

With reference to the above, please find enclosed herewith Notice of Extra Ordinary General Meeting (EGM) which is schedule to be held on 29th April, 2017 at Conference Hall, Bombay Market, Umarwada, Surat at 10:00 AM to transact the business mentioned in the said EGM Notice.

This is for your information

Thanking you, we remain.

**For SUMEET INDUSTRIES LIMITED**



**ANIL KUMAR JAIN**  
**COMPANY SECRETARY**

# NOTICE

NOTICE is hereby given that an Extra Ordinary General Meeting of SUMEET INDUSTRIES LIMITED will be held at Conference Hall, Bombay Market, Umarwada, Surat on Saturday, 29th Day of April, 2017 at 10:00 A.M. to transact the following businesses:

## SPECIAL BUSINESS :

### 01. CONVERSION OF UNSECURED LOANS INTO EQUITY SHARES OF THE COMPANY

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** Pursuant to the provisions of section 62 and other applicable provisions, if any of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force, the provisions of the Memorandum and Articles of Association of the Company, the consent of the shareholders of the company is hereby accorded to create, offer, issue and allot Equity Shares of Re.10/-each against conversion of the unsecured loan to the extent outstanding as on 31.03.2017 i.e. Rs. 25.00 Crores (Rupees Twenty Five Crores only) taken by the Company from the Promoters and Promoter Group as per details given below towards adjustment their entitlement for the proposed Rights Issue.”

SL NO.	Name	Unsecured Loan ( Rs. In Crores )
1.	Somani Overseas Pvt. Limited	9.00
2.	National Poly Yarn Pvt. Limited	6.00
3.	Sumeet Menthol Pvt. Limited	6.00
4.	Sitaram Prints Pvt. Limited	1.00
5.	Sushil Kumar Somani	1.00
6.	Neelam Somani	1.00
7.	Rakesh Kumar Somani	1.00
	<b>Total :</b>	<b>25.00</b>

**“RESOLVED FURTHER THAT** allotment of Equity Shares to Promoters and Promoter group against conversion of unsecured loan shall be at the same terms and conditions as per the proposed Rights Issue approved by the Board of Directors.”

**“RESOLVED FURTHER THAT** the Equity Shares so issued shall rank pari passu with the existing equity shares of the company in all respects that they shall be entitled to pro-rata dividend from the date of allotment.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt in regard to terms of issue and / or mode of allotment that may arise in regard to offer / issue, allotment and utilization of the proceeds and further to do all such acts, deeds, matters and things and to finalize and execute all documents and writings as may be necessary, proper, desirable or expedient as it may deem fit.”

### 02. INCREASE IN THE BORROWING LIMITS

To consider and if thought fit to pass, with or without modification, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in supersession of all the earlier resolutions passed in this regard, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors and/or any Committee of Directors thereof, to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or any body corporate/ entity/entities and/or authority/authorities, any other securities or instruments, such as floating rate notes, fixed rate notes, syndicated loans, debentures, bonds, commercial papers, short term loans or any other instruments etc. and/or through credit from official agencies and/or by way of commercial borrowings from the private sector window of multilateral financial institution, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding Rs. 1250.00 Crores (Rupees One Thousand Two Hundred Fifty Crores only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.”

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of

the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

### 03. CREATION OF CHARGE ON THE ASSETS

To consider and if thought fit to pass, with or without modification, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** consent of shareholders of the company be and is hereby accorded, pursuant to Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013, to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders or debenture trustees to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed Rs. 1250.00 Crores (Rupees One Thousand Two Hundred Fifty Crores only) at any time.”

“**RESOLVED FURTHER THAT** the Board of Directors of the company be and are hereby authorized authorised to finalise with Banks/Financial Institutions the documents for creating aforesaid mortgage and/or the charge and to do all such acts, deeds, matters and things as may be necessary, proper and expedient or incidental for giving effect to this resolution.”

### 04. PROPOSAL TO RAISE FUNDS

To consider and if thought fit to pass, with or without modification, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) read together with the Companies (Prospectus and Allotment of Securities) Rules, 2014, including any modification, amendment, substitution or re-enactment thereof, for the time being in force and the provisions of the memorandum of association and the articles of association of the Company, the approval and consent of the members of the Company, be and is hereby accorded to the Board of directors of the Company (the “**Board**”) to issue, and to make offer(s) and/or invitation(s) to eligible persons to subscribe to, non-convertible debentures (“**NCDs**”)/Bonds/Non-Convertible Redeemable Preference Shares (“**NCRPs**”), on private placement basis, in one or more tranches, for a period of one year from the date of passing of this resolution, provided that the outstanding amount at any time during the period shall not exceed Rs. 50.00 Crores (Rs. Fifty Crores only) within the overall borrowing limits of the Company.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized and empowered to arrange, settle and determine the terms and conditions (including without limitation, interest, repayment, security or otherwise) as it may think fit of such NCDs/Bonds/NCRPs, and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions.”

#### Registered Office:

504, Trividh Chambers  
Opp. Fire Station,  
Ring Road, Surat - 395 002

By order of the Board Directors

Sd/-

Shankarlal Somani  
Chairman cum Mg. Director  
(DIN No. 00165238)

Place : Surat

Date : 31.03.2017

#### NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER.**
2. Proxies, 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 meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
4. Members are requested to bring their copy of notice of the E.G.M. The Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the meeting.

5. Corporate Members intending to send their authorised representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorising their representative(s) to attend and vote on their behalf at the Meeting.
6. During the period beginning 24 hours before the time fixed for the commencement of the 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, provided that not less than three days of notice in writing is given to the Company
7. The members, holding shares in physical form, are requested to intimate any change in their addresses or bank details to the Company or its Registrar and Transfer Agent (RTA) viz M/s. Bigshare Services Pvt. Ltd Those holding shares in dematerialized form may intimate any change in their addresses or bank details/mandates to their Depository Participants (DP) immediately.
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. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
9. The Notice of Extra Ordinary General Meeting and instructions for e-voting, along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all members whose email addresses are registered with the Company/Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.
10. Documents referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to and including the date of the Extra Ordinary General Meeting of the Company.
11. The Notice of the Extra Ordinary General Meeting is uploaded on the Company's website [www.sumeetindustries.com](http://www.sumeetindustries.com) which may be accessed by the members.
12. The Board of directors has appointed Mr. Dhiren R. Dave, Practicing Company Secretary (Membership No. FCS 4889) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
13. E-voting cut off date (Record Date) is 21st April, 2017, The voting period begins on 26th April, 2017 at 10:00 AM and ends on 28<sup>th</sup> April, 2017 at 5:00 PM.
14. Non-Resident Indian members are requested to inform the company's Registrar and Transfer Agents (M/s. Bigshare Services Pvt. Ltd.), immediately of :
  - a) Change in their Residential status on return to India for permanent settlement.
  - b) Particulars of their Bank Account maintained in India with complete name of the Bank, branch address, account type and account number with MICR code, if not furnished earlier.
15. Voting through electronic means: In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide Members facility to exercise their right to vote at the Extra Ordinary General Meeting (EGM) by electronic means, as an alternative to vote physically at the EGM, and the business may be transacted through e-voting Services provided by Central Depository Services (India) Limited (CDSL). It may be noted that this e-voting facility is optional.
16. The members who would have casted their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

**The instructions for shareholders voting electronically are as under:-**

Pursuant to provisions of section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the Extra Ordinary General Meeting to be held on Saturday, the 29th April, 2017, at 10:00 A.M. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the e-voting facility.

These details and instructions form an integral part of the Notice for the Extra Ordinary General Meeting to be held on Saturday, the 29th April, 2017.

- (i) The voting period begins on 26.04.2017 at 10:00 A.M. IST and ends on 28.04.2017 at 05:00 P.M. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) of 21.04.2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)

- (iii) Click on Shareholders
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• 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 (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the Sumeet Industries Limited on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non-Individual Shareholders and Custodians**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.

- 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 linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) 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](http://www.evotingindia.com), under help section or write an email to helpdesk.evoting@cdslindia.com.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (B) The voting period begins on 26.04.2017 at 10:00 A.M. IST and ends on 28.04.2017 at 05:00 P.M. IST. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) of 21.04.2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) 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](http://www.evotingindia.com) under help section or write an email to helpdesk.evoting@cdslindia.com.
17. The voting period begins on 26.04.2017 at 10:00 A.M. IST and ends on 28.04.2017 at 05:00 P.M. IST. During this period, shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) of 21.04.2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
18. 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 (Record Date) of 21.04.2017.
19. Mr. Dhiren R. Dave, Practicing Company Secretary (Membership no. FCS 4889) has been appointed as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
20. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
21. The results declared along with the Scrutinizers’ Report shall be placed on the Company’s website [www.sumeetindustries.com](http://www.sumeetindustries.com) and on the website of CDSL within three days of the passing of the resolutions at the Extra Ordinary General Meeting of the Company held on Saturday, the 29<sup>th</sup> April, 2017 and communicated to the BSE Ltd. and National Stock Exchange of India Ltd within the prescribed period.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 1**

In order to meet the financial requirements of the Company, it is proposed to issue further capital for strengthening the financial position of the Company by making Rights Issue which was approved by the Board of Directors on 13.02.2017. As on 31.03.2017, The Promoters and Promoter group has provided Rs. 25.00 Crores (Rs. Twenty Five Crores only) as unsecured loan to the Company. Mr. Sushil Kumar Somani on behalf of the promoter group has vide letter dated 25.03.2017 requested the Board of Directors of the company to adjust the unsecured loans as per details below towards their entitlement for the proposed Rights Issue.

SL NO.	Name	Unsecured Loan (Rs. In Crores )
1.	Somani Overseas Pvt. Limited	9.00
2.	National Poly Yarn Pvt. Limited	6.00
3.	Sumeet Menthol Pvt. Limited	6.00
4.	Sitaram Prints Pvt. Limited	1.00
5.	Sushil Kumar Somani	1.00
6.	Neelam Somani	1.00
7.	Rakesh Kumar Somani	1.00
	<b>Total :</b>	<b>25.00</b>

It is therefore, proposed to authorize the Board of Directors of the Company to issue and allot equity shares to the Promoters and Promoter group on the same terms and conditions as applicable to all other shareholders of the company pursuant to the proposed rights issue.

Pursuant to the provisions of Section 62 of the Companies Act, 2013 the above proposal requires the approval of the members of the Company by way of Special Resolution.

The Board commends your approval by way Special Resolution for allotment of shares on rights basis as required by section 62 of the Companies Act, 2013.

None of the Directors, except Shankarlal Somani and Sumeet Kumar Somani, Promoter Directors of the Company are interested or concerned in the resolution except to the extent of shares that may be offered to them. The Promoters and Promoter Group members are interested in the resolution to the extent of shares that may be offered to them.

#### **ITEM NO. 02 & 03**

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits upto Rs. 1250.00 Crores (Rupees One Thousand Two Hundred Fifty Crores only). Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting.

In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the passing of the Resolution

#### **ITEM No. 04**

In order to cater the financial requirements of the future expansion plan of the Company, it is proposed to issue NCDs / Bonds/ NCRPs for an amount not exceeding Rs. 50.00 Crores, on a private placement basis, during the period of one year from the date of passing of the Resolution within the overall borrowing limits of the Company, as approved by the Members from time to time. .

The Directors recommend the Resolution of the accompanying Notice, for the approval of the Members of the Company Pursuant to the provisions of Section 42 of the Companies Act, 2013 and the rules prescribed thereunder, the above proposal of issue of NCDs/ Bonds/NCRPs requires the approval of the members of the Company by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the passing of the Resolution

#### **Registered Office:**

504, Trividh Chambers  
Opp. Fire Station,  
Ring Road, Surat - 395 002

**By order of the Board Directors**

**Sd/-**

**Shankarlal Somani**

**Chairman cum Mg. Director**

(DIN No. 00165238)

Place : Surat

Date : 31.03.2017

# SUMEET INDUSTRIES LIMITED

(CIN : L45200GJ1988PLC011049)

Registered office : 504, Trividh Chamber, 5th Floor, Opp. Fire Brigade Station, Ring Road, Surat – 395 002

Email: corporate@sumeetindustries.com; website: www.sumeetindustries.com

Phone: 0261 2328902; Fax: 0261 2334189

## ATTENDANCE SLIP

EXTRA ORDINARY GENERAL MEETING – 29/04/2017

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slip at the venue of the meeting.

Folio No.	
DP ID	
Client ID	
No. of Shares	

I/We hereby record my presence at the EXTRA ORDINARY GENERAL MEETING of the Company at Bombay Market Hall, Umarwada, Surat, on Saturday, 29th April, 2017 at 10:00 A.M.

Name of the Shareholder		Signature of the Shareholder	
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# SUMEET INDUSTRIES LIMITED

(CIN : L45200GJ1988PLC011049)

Registered office : 504, Trividh Chamber, 5th Floor, Opp. Fire Brigade Station, Ring Road, Surat – 395 002

Email: corporate@sumeetindustries.com; website: www.sumeetindustries.com

Phone: 0261 2328902; Fax: 0261 2334189

## PROXY FORM

EXTRA ORDINARY GENERAL MEETING – 29/04/2017

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No./Client ID	
DP ID	
No. of Shares	

I/We, being the member(s) of \_\_\_\_\_ shares of Sumeet Industries Limited, hereby appoint.

- 1) Name: \_\_\_\_\_ Address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him;
- 2) Name: \_\_\_\_\_ Address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him;
- 3) Name: \_\_\_\_\_ Address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him;



as my/our proxy to attend and vote for me/us at the EXTRA ORDINARY GENERAL MEETING of the Company at Bombay Market Hall, Umarwada, Surat, on Saturday, 29th April, 2017 at 10:00 A.M. or at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Resolutions</b>	<b>For</b>	<b>Against</b>
<b>Special Business:</b>		
1. Conversion of Unsecured Loans into Equity Shares of the Company		
2. Increase in the Borrowing Limits from Rs. 1000.00 Crores to Rs. 1250.00 Crores		
3. Creation of Charge on the Assets increased from Rs. 1000.00 Crores to Rs. 1250.00 Crores		
4. Issue of Non-Convertible Debentures (“NCDs”) / Bonds / Non-Convertible Redeemable Preference Shares (“NCRPs”), on private placement basis up to Rs. 50.00 Crore		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017.

Signature of the Shareholder \_\_\_\_\_

Signature of Proxy Holder(s) \_\_\_\_\_

Affix Rs.1 Revenue Stamp
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**Notes :**

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. In the case of a body corporate, the proxy form should be signed by the authorised person duly enclosing thereto, a certified copy of the resolution of the Board under Section 113 of the Companies Act, 2013.
3. It is Optional to put a ‘✓’ in the appropriate column against the Resolutions indicated in the box. If you leave the ‘For’ or ‘Against’ column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. A proxy need not be a member of the Company.