

INDUSTRIAL & PRUDENTIAL INVESTMENT Co. LTD

CIN No.: L65990WB1913PLC218486

Date: 08/07/2017

Ref: BSE/2017

To
Ms. Bhuvana Sriram
Relationship Manager
Corporate Relationship Department
BSE Limited
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai- 400023

Re: Company Code 501298

Sub: Dispatch of Notice of 101st Annual General Meeting

Dear Madam,

We have completed dispatch of the Notice of 101st Annual General Meeting along with Annual Report, Attendance Slip, Ballot Form, Proxy Form, through physical and email mode on 7th July 2017. Today, we have published advertisement in the following newspapers regarding the same:

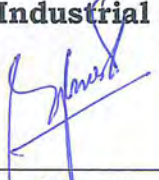
1. Financial Express (in English)
2. Dainik Statesman (in Bengali)

We enclose the following herewith:

- a. Copy of Notice of 101st Annual General Meeting
- b. Copies of newspaper advertisement

This is for your information and records.

Yours faithfully,
For **Industrial and Prudential Investment Co. Ltd.**



Hirak Ghosh
Company Secretary

Encl: as above

Notice to the Shareholders

NOTICE is hereby given that the 101st Annual General Meeting of **INDUSTRIAL AND PRUDENTIAL INVESTMENT COMPANY LIMITED** will be held at Shripati Singhania Hall, Rotary Sadan, 94/2 Chowringhee Road, Kolkata 700020 on Tuesday, August 1, 2017 at 3.00 p.m. to transact the following items of business:

1. To receive, consider and adopt:
 - (a) The Audited Financial Statements of the Company for the financial year ended March 31, 2017, the Reports of the Board of Directors and the Auditors thereon; and
 - (b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017.
2. To declare a dividend.
3. To appoint a Director in place of Mr. Gaurav Swarup (DIN 00374298), who retires by rotation and, being eligible, offers himself for re-appointment.
4. 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 section 139(1) and (2) and any other applicable provisions, if any, of the Companies Act, 2013, Rules, Notifications, Circulars and Orders made/issued thereunder (hereinafter collectively referred to as “the Act”), in place of Messers. V. S. Somani & Co., Chartered Accountants, (Registration no. 117589W) existing Statutory Auditors who retires by rotation on the conclusion of the ensuing Annual General Meeting in accordance with the Act, Messrs. Lodha & Co., Chartered Accountants (Registration no. 301051E) of Kolkata be and are hereby appointed as Statutory Auditors to Audit the Accounts for the Financial Years 2017-18 to 2021-22 (that is, from the conclusion of this Annual General Meeting till conclusion of the Sixth Annual General Meeting), to be ratified at every Annual General Meeting and the Managing Director be and is hereby authorised to fix their remuneration
5. To consider and if, thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED that pursuant to Section 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment & Remuneration) Rules, 2014 (the Act), the Company do re-appoint

 1. Mr. Gaurav Swarup, Managing Director of Paharpur Cooling Towers Limited (PCTL), Holding Company, as the Managing Director of the Company with effect from 9th February, 2017 to 31st January, 2022.
 2. Mr. Swarup will not draw any remuneration (except sitting fees for attending the Board Meetings and other Committee Meetings and all out of pocket expenses properly incurred by him to attend the meetings) from the Company as a Managing Director.
 3. The period of appointment of Mr. Swarup will be concurrent with his tenure as Managing Director of PCTL, i.e. upto 31st January, 2022.

NOTES:

- I. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and the Rules made; circulars, notifications and orders issued from time to time thereunder (collectively referred to as “the Act”) in respect of business under Items Nos. 4 and 5 of the Notice, is annexed hereto. The relevant details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (LODR) of persons seeking appointment/re-appointment as Directors under Item No. 3 is also annexed.
- II. **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.** 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 **FORTY-EIGHT HOURS** before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) 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.
- III. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, July 25, 2017 to Tuesday August 1, 2017 (both days inclusive).
- IV. If dividend as recommended by the Board of Directors is approved at the Annual General Meeting, payment of such dividend will be made on or after Friday, August 11, 2017 as under:

Notice to the Shareholders --- contd.

- (i) To all Beneficial Owners in respect of shares held in dematerialized form as per the data made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as at the close of business hours on July 24, 2017;
- (ii) To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company / RTA on or before the close of business hours on July 24, 2017;

- V. Pursuant to Section 124 of the Act (as notified on 7th September 2016), and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares on which dividend has not been paid or claimed for seven consecutive years or more, shall be transferred to an IEPF Account established by the Central Government, within thirty days of such shares becoming due for transfer to the Fund. The Members whose shares / unclaimed dividend have been transferred to the Fund may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on www.iepf.gov.in) alongwith requisite fee as decided by the Authority from time to time.

The details of the said unclaimed dividends are available on the Company's website at www.industrialprudential.com and on the website of Ministry of Corporate Affairs at www.mca.gov.in.

- VI. Pursuant to the provisions of Section 205C of the Companies Act, 1956 and Section 125 of the Companies Act 2013 (with effect from 7th September 2016), the Company has transferred on due dates, the unpaid or unclaimed dividend amount for the financial year ended March 31, 2009 to the Investor Education and Protection Fund (IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on 8th July 2016 (date of the last Annual General Meeting) on the website of the Company (www.industrialprudential.com), as also on the website of the Ministry of Corporate Affairs (www.mca.gov.in). Other unpaid dividends that are due for transfer are detailed below:

| Sl. No. | Financial Year ended | Date of payment | Due for transfer on |
|---------|----------------------|-----------------|---------------------|
| 1 | 31.03.2010 | 01/09/2010 | 31/08/2017 |
| 2 | 31.03.2011 | 05/09/2011 | 04/09/2018 |
| 3 | 31.03.2012 | 13/08/2012 | 12/08/2019 |
| 4 | 31.03.2013 | 23/09/2013 | 22/09/2020 |
| 5 | 31.03.2014 | 01/10/2014 | 30/09/2021 |
| 6 | 31.03.2015 | 07/09/2015 | 06/09/2022 |
| 7 | 31.03.2016 | 18/07/2016 | 17/07/2023 |

- VII. 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.
- VIII. 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 their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company/Registrar and Transfer Agent, Link Intime India Pvt. Ltd.
- IX. Members who have not yet encashed their dividend warrant(s) for the financial year ended 31st March, 2010 onwards, are requested to make their claims to the Company accordingly, without any delay.
- X. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), 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 DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime (India) Private Limited (Link Intime) to provide efficient and better services. Members holding shares in physical form are also requested to intimate such changes to Link Intime.

- XI. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares. Members can contact the Company or Link Intime for assistance in this regard.
- XII. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Link Intime, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
- XIII. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
- XIV. 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 meeting.
- XV. Electronic copy of the Annual Report for the year 2016-17 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) and have given their positive consent to receive the same through electronic means. To members other than above, physical copies of the Annual Report are being sent in the permitted mode.
- XVI. Electronic copy of the Notice of the 101st Annual General Meeting (hereinafter for brevity sake referred to as 101st AGM) of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent to all the members whose e-mail IDs are registered with the Company/Depository Participant(s) and have given their positive consent to receive the same through electronic means. To members other than above, physical copies of the Notice of the 101st AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent in the permitted mode.
- XVII. Members may also note that the Notice of the 101st AGM and the Annual Report for 2016-17 will also be available on the Company's website www.industrialprudential.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days and even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send request to the Company's investor e-mail id: indpru@vsnl.net.
- XVIII. Voting through electronic means:
 1. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company is pleased to provide to its members the facility of 'remote e-voting' (e-voting from a place other than venue of the 101st AGM) to exercise their right to vote at the 101st AGM. The business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL).
 2. The facility for voting, either through electronic voting system or through ballot / polling paper provided with the notice of the 101st AGM shall also be made available at the venue of the 101st AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the 101st AGM.
 3. The Company has appointed Mr. Manoj Kumar Banthia, partner of MKB & Associates, Company Secretaries as the Scrutinizer for conducting the remote e-voting and the voting process at the 101st AGM in a fair and transparent manner. Scrutinizer will submit his report to the Chairman of the meeting not later than Wednesday, August 2, 2017. The result with the Scrutinizer's Report will be announced and displayed at the Registered Office. The said result would be available on the website of the Company www.industrialprudential.com and of the CDSL. The same would be uploaded on

Notice to the Shareholders --- contd.

the website of BSE in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

4. The instructions to members for voting electronically are as under:-
- I. The voting period begins on Saturday, July 29, 2017 at 9.00 a.m. and ends on Monday, July 31, 2017 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. July 25, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5.00 p.m. on July 31, 2017.
 - II. Members holding shares in physical or in demat form as on July 25, 2017 shall only be eligible for e-voting.
 - III. The shareholders should log on to the e-voting website www.evotingindia.com.
 - IV. Click on Shareholders.
 - V. Now Enter your User ID;
 - VI.
 - 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.
 - VII. Next enter the Image Verification as displayed and Click on Login.
 - VIII. 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.
 - IX. If you are a first-time user follow the steps given below:

| | For Members holding shares in Demat Form and Physical |
|-----------------------|---|
| PAN | Enter your 10-digital alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Members who have not updated their PAN with the Company/ Depository Participant are requested to use number which is printed on Attendance Sheet indicated in the PAN field. |
| DOB | Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. |
| Dividend Bank Details | Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If 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 (V). |

- X. After entering these details appropriately, click on "SUBMIT" tab.
- XI. Members holding shares in physical form will then directly reach 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 used also by the dematholders 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.

- XII. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XIII. Click on the EVSN and select the Company's name.
- XIV. 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.
- XV. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XVI. After selecting the Resolution, if 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.
- XVII. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVIII. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- XIX. 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.
- XX. Note for Non-Individual Share holders 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 Corporates.
 - A scanned copy of the Registration Form bearing the stamp and signature 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 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.
- XXI. 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board of Directors
Hirak Ghosh
Company Secretary

Mumbai Office:
125 Maker Chambers III
Nariman Point
Mumbai 400021

Registered Office:
Paharpur House,
8/1/B Diamond Harbour Road
Kolkata 700027

Date: May 5, 2017

Notice to the Shareholders --- contd.

Explanatory Statement (Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the business mentioned under Items 4 and 5 of the accompanying Notice:

Item 4

The explanatory statement for this item is provided though strictly not required as per Section 102 of the Act.

In accordance with Section 139 (1) and (2) of the Act, the Company at the annual general meeting held on September 24, 2014 appointed Messrs. V. S. Somani & Co., Chartered Accountants, (Registration. No. 117589W), Mumbai, the existing statutory auditors (being a sole proprietary firm) for a period of three years. The term of his appointment ends at the conclusion of this Annual General Meeting. In accordance with the Section 139(1) and (2), the Company is required to rotate the Auditors. It is proposed to appoint Messrs. Lodha & Co., Chartered Accountants (Registration no. 301051E), Kolkata to Audit the Accounts for the Financial Years 2017-18 to 2021-22 (that is, from the conclusion of this Annual General Meeting till conclusion of the Sixth Annual General Meeting), to be ratified at every Annual General Meeting.

In view of the above, it is proposed to appoint Messrs. Lodha & Co., Chartered Accountants, as statutory auditors in accordance with section 139(1) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and to fix their remuneration for the financial year ending 31st March, 2018.

In accordance with provision of Section 139 of the Act, the Board of Directors has received consent and certificates of eligibility and compliance of criteria under Section 141 of the Act from M/s. Messrs. Lodha & Co.

Based on the recommendation of the Audit Committee, the Board of Directors recommend to the members to appoint Messrs. Lodha & Co., Chartered Accountants as Statutory Auditors and fix their remuneration as mentioned in Item 4 of the Notice.

None of the Directors or relatives of directors or KMPs or their relatives is concerned or interested in the Resolution at Item 4 of the Notice.

Documents referred to above are open for inspection by members at the Registered Office of the Company during normal business hours on any working day except Saturday.

Item 5

Mr. Gaurav Swarup was appointed as Managing Director of the Company from 30th March, 2015 in accordance with sections 203 of the Companies Act, 2013 by the members at the Annual General Meeting held on 31st August, 2015. Necessary returns were filed for the same. His tenure was concurrent with his tenure as Managing Director of Paharpur Cooling Towers Limited (PCTL), a holding company, up to 31st January, 2017.

In accordance with Section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended, the Board of Directors re-appointed, Mr. Gaurav Swarup as Managing Director of the Company from February 9, 2017 to January 31, 2022.

Re-appointment of Mr. Swarup is governed by section 203(3) of the Act. According to the said section, a whole-time Key Managerial Personnel can hold office simultaneously in the holding as well as in a subsidiary company. The Company is subsidiary of PCTL pursuant to section 2(87)(i) read with Explanation (b) of the Act.

Terms of appointment of Mr. Swarup as Managing Director are as per the resolution set out at Item 5 of the Notice. Mr. Swarup will not draw any remuneration as Managing Director. His re-appointment will be concurrent with his tenure as Managing Director of PCTL, i.e. upto 31.01.2022. Necessary returns are being filed with the MCA 21 in accordance with the Act.

The Nomination and Remuneration Committee has recommended the re-appointment of Mr. Swarup as Managing Director.

Mr. Swarup holds 3600 number of equity shares (0.20%) in the Company.

The terms and conditions of re-appointment of Mr. Swarup shall be open for inspection by members at the Registered Office of the Company during normal business hours on any working day except Saturday.

Save as Mr. Swarup, none of the Directors or relatives of directors or KMP or their relatives is concerned or interested in the Resolution at Item 5 of the Notice.

Notice to the Shareholders

Documents referred to above are open for inspection by members at the Registered Office of the Company during normal business hours on any working day except Saturday.

Brief Profile of Mr. Gaurav Swarup

Mr. Swarup is a B.E. (Mechanical) from Jadavpur University, Kolkata and MBA from Harvard University, USA. He has vast experience in engineering in particular and in business management in general.

He is Managing Director of Paharpur Cooling Towers Limited, the Company's holding Company, also he is the Chairman of KSB Pumps Limited, the Indian arm of KSB AG of Germany.

By Order of the Board of Directors
Hirak Ghosh
Company Secretary

Mumbai Office:

125 Maker Chambers III
Nariman Point, Mumbai 400021

Registered Office:

Paharpur House,
8/1/B Diamond Harbour Road,
Kolkata 700027

Date: May 05, 2017

ANNEXURE

Details of Director seeking appointment/re-appointment at the annual general meeting

| Sr, No. | Particulars | Mr. Gaurav Swarup |
|---------|--|--|
| 1. | Date of Birth | 21 st November, 1956 |
| 2. | Date of Appointment | 17 th April, 1990 |
| 3. | Qualifications | B.E., MBA (Harvard) |
| 4. | Expertise in specific functional areas | Vast experience in engineering industry |
| 5. | Directorships held in other companies (excluding foreign companies) | 1. Swadeshi Polytex Limited 2. Paharpur Cooling Towers Limited 3. KSB Pumps Limited 4. TIL Limited 5. Graphite India Limited 6. Avadh Sugar & Energy Limited 7. Medica Synergie Private Limited 8. Garima Private Limited 9. Paharpur Mauritius Limited 10. Paharpur USA Inc. 11. Safind Forest Products (Pty) Limited 12. Paharpur Singapore Technologies (Pte) Ltd. 13. The Plastic Export Promotion Council |
| 6. | Memberships/Chairmanships of committees of other companies (includes only Audit Committee and Shareholders/Investor Grievance Committee) | Membership in 3 (three) Committees Chairmanship of 2 (two) Committees |
| 7. | Number of Shares held in the Company | 3600 |

ইন্ডাস্ট্রিয়াল অ্যান্ড প্রুডেনশিয়াল ইনভেস্টমেন্ট কোং. লি.

CIN : L65990WB1913PLC218486

রেজিস্টার্ড অফিস : পাহাড়পুর হাউস, ৮/১/বি ডায়মন্ড হারবার রোড, কলকাতা - ৭০০০২৭

ফোন নং +৯১ ৩৫ ৪০১৩৩০০০, ইমেল - indpru@vsnl.net, ওয়েবসাইট - www.industrialprudential.com

১০১ তম বার্ষিক সাধারণ সভা (এজিএম) রিমোট ই-ভোটিং তথা এবং বুক ক্রোজার বিজ্ঞপ্তি

এতদ্বারা বিজ্ঞপিত হচ্ছে যে :

- ১। কোম্পানির সদস্যগণের ১০১তম বার্ষিক সাধারণ সভা শ্রীপতি সিংহালিয়া ইল. রোটারি সলন, ২৪/২, টেলিসি রোড, কলকাতা - ৭০০০২০, ১।পশ্চিমবঙ্গ, ভারত সিঙ্গলায় ৫ মে, ২০১৭ তারিখের সভা আহ্বানকৃত নোটিশে উল্লিখিত বিষয়সমূহের সিদ্ধান্ত গ্রহণের জন্য মঙ্গলবার ১ আগস্ট, ২০১৭ তারিখ বিকেল ৩টাে অনুষ্ঠিত হবে।
- ২। কোম্পানি/ডিপোজিটরি পার্টসিপেটাস-এর দিকট নথিভুক্ত ইমেল আইডি অনুযায়ী সকল সদস্যকে এজিএম এক ২০১৭ সালের বার্ষিক রিপোর্টের বৈদ্যুতিন কপি পাঠানো হয়েছে। কোম্পানির ওয়েবসাইট www.industrialprudential.com থেকেও একই নোটিশ পাওয়া যাবে। এজিএম এক ২০১৬-১৭ সালের বার্ষিক রিপোর্ট সম্বলিত নোটিশ সংশ্লিষ্ট অনুমোদিত পদ্ধতিতে নথিভুক্ত সিঙ্গলায় অন্যান্য সকল সদস্যকেও প্রেরণ করা হয়েছে। এজিএম নোটিশ প্রেরণ ৭ জুলাই, ২০১৭ তারিখে সম্পাদিত হয়েছে।
- ৩। যেসকল সদস্য ২৫ জুলাই ২০১৭ তারিখে নির্ধারিত শেষ তারিখ অনুযায়ী নথিভুক্তের আধারে বা অন্য আকারে শেয়ার অধিকার করেন তারা এজিএম নোটিশে উল্লিখিত বিষয়ে বৈদ্যুতিন মাধ্যমে সেন্ট্রাল ডিপোজিটরি অসিসেস (ইন্ডিয়া) লিমিটেড (সিডিএসএল) কর্তৃক ব্যবস্থিত পদ্ধতিতে এজিএম অনুষ্ঠানের সভাস্থল বাতীত যেকোনও স্থান থেকে ('রিমোট ই-ভোটিং') ভোটিং করতে পারেন। সকল সদস্যকে অবগত করা হচ্ছে যে:
 - ক) এজিএম নোটিশে উল্লিখিত বিষয়ে সিদ্ধান্ত গ্রহণের জন্য কেবল বৈদ্যুতিন মাধ্যমেই ভোট দেওয়া যাবে।
 - খ) রিমোট ই-ভোটিং শুরু হবে ২৯ জুলাই, ২০১৭ (সকাল ৯টাে)
 - গ) রিমোট ই-ভোটিং শেষ হবে ৩১ জুলাই, ২০১৭ (বিকেল ৫.০০টাে)
 - ঘ) বৈদ্যুতিন মাধ্যমে ভোটিংয়ের অধিকার নির্ধারণের শেষ তারিখ এজিএমে ২৭ জুলাই, ২০১৭
 - ঙ) রিমোট ই-ভোটিং বৈদ্যুতিন মাধ্যমে ৩১ জুলাই, ২০১৭ তারিখ বিকেল ৫.০০টাের পর গ্রাহ্য হবে না।
 - চ) সদস্যগণকে অবগত করা হচ্ছে ক) রিমোট ই-ভোটিং পদ্ধতি সিডিএসএল কর্তৃক ৩১ জুলাই, ২০১৭ তারিখ বিকেল ৫.০০টাের পর অকার্যকর করা হবে এবং সংশ্লিষ্ট গ্রহণের জন্য সদস্যগণ কর্তৃক প্রদত্ত ভোট পরিবর্তিত হবে না, খ) এজিএম সভাস্থলে ব্যালট পেপারের মাধ্যমে এক ই-ভোটিং পদ্ধতিতে ভোটিংয়ের সুবিধা থাকবে গ) যেসকল সদস্য এজিএমের পূর্বেই রিমোট ই-ভোটিংয়ের মাধ্যমে তাদের ভোটিং করেছেন পরবর্তীতে তারা আর ভোট দিতে পারবেন না এবং ঘ) ডিপোজিটরি কর্তৃক নির্ধারিত শেষ তারিখ অনুযায়ী যেসকল সদস্যের নাম সদস্যগণের রেজিস্টারে নথিভুক্ত থাকবে বা সুবিধাজনকী স্বত্বাধিকারী হিসেবে নথিভুক্ত থাকবে তারাই কেবল এজিএম-এর সভাস্থলে ব্যালট পেপারের মাধ্যমে এক ট্যাব-ভোটিং বা রিমোট ই-ভোটিংয়ের সুবিধা গ্রহণ করতে পারবেন।
 - ছ) যেসকল সদস্য রিমোট ই-ভোটিংয়ের সুবিধা পাননি বা সংশ্লিষ্ট পদ্ধতিতে ভোট দিতে চান না তাদের জন্য নোটিশের সঙ্গে ব্যালট ফর্ম পৃথকভাবে পাঠানো হয়েছে। এক্ষেত্রে নির্দেশাবলী মধ্যস্থভাবে পড়ার জন্য অনুরোধ করা হচ্ছে।
 - জ) কোম্পানির ওয়েবসাইট www.industrialprudential.com এবং সিডিএসএল-এর ওয়েবসাইট www.cdslindia.com থেকে এজিএম-এর নোটিশ পাওয়া যাবে।
 - ঝ) ই-ভোটিং সম্পর্কে কোনও জিজ্ঞাসা থাকলে ট্রিকোয়র্সলি অ্যাসিস্ট্যান্ট কোয়েশ্চনস (এফএকিউএস) দেখতে পারেন এবং ই-ভোটিং মানুষোলের জন্য হেল্প সেন্টারের অধীন www.avotingindia.com দেখতে পারেন বা ইমেল করতে পারেন helpdesk.avoting@cdslindia.com।
- ৪। কোম্পানির সদস্যগণের রেজিস্টার এক শেয়ার হস্তান্তর বই মঙ্গলবার ২৭ জুলাই, ২০১৭ থেকে মঙ্গলবার ০১ আগস্ট, ২০১৭ তারিখ (উভয় দিন সহ) পর্যন্ত বন্ধ থাকবে ২০১৭ সালের শেয়ারহোল্ডারগণের ডিভিডেন্ড পাওয়ার উপযুক্ততা বিবেচনা এক বার্ষিক বন্ডের কারণে।

ইন্ডাস্ট্রিয়াল অ্যান্ড প্রুডেনশিয়াল ইনভেস্টমেন্ট কোম্পানি লি. এর পক্ষে

স্বা/-

স্থান : কলকাতা

হীরক মোহ

তারিখ : ৭ জুলাই, ২০১৭

কোম্পানি সেক্রেটারি

S/MC 07/2017



INDUSTRIAL & PRUDENTIAL INVESTMENT CO. LTD.

CIN: L65990WB1913PLC218486

Registered Office: Paharpur House, 8/1/B Diamond Harbour Road, Kolkata 700027

Tel. No. +91 33 40133000; Email: indpru@vsnl.net, Website: www.industrialprudential.com

NOTICE OF 101ST ANNUAL GENERAL MEETING (AGM), REMOTE E-VOTING INFORMATION AND BOOK CLOSURE

Notice is hereby given that:

1. The 101st Annual General Meeting of Members of the Company will be held on Tuesday, 1st August, 2017 at 3.00 p.m. at Shripati Singhania Hall, Rotary Sadan, 94/2 Chowringhee Road, Kolkata 700020, West Bengal, India, to transact the business as set forth in the Notice of the Meeting dated 5th May, 2017.
2. Electronic copies of the Notice of AGM and Annual Report for 2017 have been sent to all the members whose email IDs are registered with the Company/Depository Participants. The same are also available on the website of the Company at www.industrialprudential.com. Notice of AGM and Annual Report for 2016-17 have been sent to all other members at their registered address in the permitted mode. The dispatch of Notice of AGM has been completed by 7th July, 2017.
3. Members holding shares either in physical form or dematerialized form, as on the cut-off date i.e. 25th July, 2017, may cast their vote electronically on the businesses as set forth in the Notice of the AGM through electronic voting system of Central Depository Services (India) Limited (CDSL) from a place other than venue of the AGM ("remote e-voting"). All the members are informed that:
 - i. The businesses as set forth in the Notice of the AGM may be transacted through voting by electronic means;
 - ii. The remote e-voting shall commence on 29th July, 2017 (9.00 a.m.);
 - iii. The remote e-voting shall end on 31st July, 2017 (5.00 p.m.);
 - iv. The cut-off date for determining the eligibility to vote by electronic means or at the AGM is 25th July, 2017;
 - v. Remote E-voting by electronic mode shall not be allowed beyond 5.00 p.m. on 31st July, 2017;
 - vi. Members may note that: a) the remote e-voting module shall be disabled by CDSL after 5.00 p.m. on 31st July, 2017 and once the vote on a resolution has been cast by the member, he shall not be allowed to change it subsequently; b) the facility for voting through ballot paper as well as e-voting shall be made available at the AGM venue; c) the members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again; and d) a person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail facility of remote e-voting as well as voting at the AGM through ballot paper and tab-voting at the venue.
 - vii. For those members who have not opted or who do not desire to vote by remote e-voting facility, the Company has provided a separate Ballot Form alongwith the Notice. Please read the instructions carefully.
 - viii. The Notice of AGM is available on the Company's website www.industrialprudential.com and also on the CDSL website: www.cdslindia.com.
 - ix. 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, under help section or write an email to helpdesk.evoting@cdslindia.com.
4. The Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 25th July, 2017 to Tuesday, 1st August, 2017 (both days inclusive) for annual closing and determining the entitlement of the shareholders to the dividend for 2017.

For Industrial & Prudential
Investment Company Ltd

Sd/-

Hirak Ghosh

Company Secretary

Place: Kolkata

Date: 7th July, 2017

