

NOTICE OF AGM, E-VOTING AND BOOK CLOSURE

Notice is hereby given that the 44th Annual General Meeting (AGM) of the Members of the Company will be held on **Wednesday, the 17th August 2016 at 4.30 p.m.** at Chamber Hall, Chamber Towers, 8 / 732, Avinashi Road, Coimbatore - 641 018, to transact the Business contained in the Notice of the 44th AGM.

The Company has completed the dispatch of Notice of the 44th AGM and Annual Report for the financial year 2015 – 16 by Courier / email on 14th July, 2016 to the members of the company. The Annual Report and Notice of 44th AGM is available on the company's website www.pricol.com.

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing remote e-voting facility to the members of the Company, to enable them to cast their votes electronically on all business items forming part of the Notice of the 44th AGM. The Company has engaged National Securities Depository Limited (NSDL) as the Authorised Agency to provide the e-voting facility. The Company wishes to notify as under:

- a) Members of the Company holding shares either in physical or dematerialized form on the cut-off date, 12th August, 2016 only shall be entitled to avail the facility of remote e-voting or voting through ballot paper at the AGM.
- b) Remote e-voting period commences on Saturday, 13th August, 2016 at 9.00 a.m. and ends on Tuesday, 16th August, 2016 at 5.00 p.m. The e-voting module shall be disabled by NSDL for voting thereafter. Remote e-voting shall not be allowed beyond the said date and time.
- c) Detailed instructions for remote e-voting, is provided in the section "Notes" in the Notice of the 44th AGM, which is displayed on the website of the Company at www.pricol.com and of the agency NSDL at www.evoting.nsdl.com.
- d) The facility for voting, through ballot paper shall be made available at the AGM and members attending the meeting who have not already cast their vote by remote e-voting, shall be able to exercise their voting rights at the AGM. The members who have cast their vote by remote e-voting prior to the AGM, may also attend the meeting, but shall not be entitled to cast their vote again.
- e) Any person, who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e. 12th August, 2016, may obtain the login ID and password by sending a request at "evoting@nsdl.co.in".
- f) In case of any queries / grievances, you may refer to the Frequently Asked Questions (FAQs) for Share holders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or may contact : Mr. T.G.Thamizhanban, Company Secretary, Pricol Limited, CPM Towers, 109, Race Course, Coimbatore - 641 018. Phone: +91 422 4336223. Email : cs@pricol.co.in.

Notice is further given, pursuant to Section 91 of the Companies Act, 2013, that the Register of Members and Share Transfer Books of the Company will remain closed from 13th August, 2016 to 17th August, 2016 (both days inclusive), for annual closing and determining the entitlement of the shareholders to the dividend for the year 2015-16.