

Kothari Kothari Petrochemicals Limited

Regd. Office: "Kothari Buildings" 115, Mahatma Gandhi Salai,
Nungambakkam, Chennai – 600 034.
CIN:L1101TN1989PLC017347

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E-mail:secdept@hckgroup.com Website:www.kotharipetrochemicals.com

NOTICE

Notice is hereby given that the 26th Annual General Meeting (AGM) of the shareholders of the company will be held on **Monday, the 10th August 2015 at 10.15 A.M at the Music Academy, Mini Hall, New No.168, Old No.306, T.T.K Road, Chennai -600 014.**

As permitted under Rule 11 of the Companies (Accounts) Rules 2014, the Annual Report for the year 2014-15 has been sent in electronic form on 15.07.2015 to those Members whose e-mail id has been registered with the company/Depository Participant for communication purposes. However, such Members have been offered the facility of opting for a physical copy of the Annual Report. In such cases, the Annual Report has been sent by Registered post / courier to the registered address on 15.07.2015

In all other cases (where email id has not been registered), physical copy of the Annual Report together with Notice of the meeting and the explanatory statement has been sent by courier / Registered Post to the registered address on 15.07.2015

The Members are hereby informed that pursuant to Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015, the Company has offered remote e-voting facility for transacting the business through Central Depository Services (India) Limited [CDSL] to enable the Members to cast their votes electronically.

Members whose names appear on the register of Members/Registrar of Beneficial Owners maintained by the Depositories as on the **Cut off Date for e-voting, i.e Monday, 03rd August, 2015**, shall be entitled to avail the facility of remote e-voting/voting at the AGM. Any person, who acquires shares of the Company and becomes a member after despatch of the Notice but before the cut-off date for voting, i.e Monday, 03rd August, 2015, may obtain the Login ID and password by sending a request to helpdesk.evoting@cdslindia.com or contact our Registrar & Share Transfer Agent at the address mentioned in this notice and also can attend the AGM in person or appoint a proxy and send a requisition for a copy of the Annual Report and Notice convening the AGM.

The remote e-voting commences on Thursday, 06th August 2015 at 9.00 A.M and ends on Sunday, 09th August 2015 at 05.00 P.M

Members will not be able to cast their vote electronically beyond the said date and time and the remote e-voting module shall be disabled for voting by CDSL thereafter.

Mr.N.Sridharan, Company Secretary in Practice, Chennai has been appointed as Scrutinizer for conducting the e-voting process (electronically or otherwise) in a fair and transparent manner.

The Members who have cast 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 facility for voting, through polling paper 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.

A Member can download the Notice of the 26th Annual General Meeting and Annual Report from the Company's website www.kotharipetrochemicals.com or website of CDSL, viz. <https://www.cdslindia.com>. These documents are also available for inspection at the Registered Office of the Company during office hours on all working days.

Notice is also given pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014, that the Register of Members and Share Transfer Books will remain closed from Tuesday, 4th August, 2015 to Monday, 10th August, 2015 (both days inclusive) for Annual Closing and determining the entitlement of the Shareholders for the Final Dividend on the Equity Shares for the Financial Year ended March 31, 2015, if declared, at the 26th AGM.

Any query/grievance in relation to voting by electronic means can be addressed to Company Secretary & Compliance Officer, Kothari Petrochemicals Limited, No.115, Mahatma Gandhi Road, Nungambakkam, Chennai-600 034. Phone No.044-3022 5507. e-mail: secdept@hckgroup.com or Cameo Corporate Services Limited, Subramanian Buildings, 5th Floor No.1, Club House Road, Chennai – 600 002, who are Registrar and Share Transfer Agent. Telephone No. 044 - 28460390 to 28460394, email to investor@cameoindia.com or CDSL Toll Free No.18002005533 or Phone No.022-22723333, email to helpdesk.evoting@cdslindia.com.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.kotharipetrochemicals.com and website of CDSL <http://www.evotingindia.com> and simultaneously communicated to The National Stock Exchange of India Limited, Mumbai, where the Company's shares are listed, not later than three days after the conclusion of AGM.

By Order of the Board
for **Kothari Petrochemicals Limited**
S.Sundaramurthy
Company Secretary

Chennai
17.07.2015