

## NATIONAL NEWSPAPER

“NEWS TODAY” PUBLISHED ON 06.07.2015

### **NAGA Limited**

Registered Office: No.1, Anna Pillai Street, Chennai – 600 001.  
Phone: 044-25363535, Fax: 0451-2410122  
Website: [www.nagamills.com](http://www.nagamills.com), Email: [marikannanv@nagamills.com](mailto:marikannanv@nagamills.com),  
CIN L24246TN1991PLC020409



#### **NOTICE OF 24TH ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND BOOK CLOSURE**

NOTICE is hereby given that the 24th Annual General Meeting (AGM) of the Company will be held on Monday, the 27th July, 2015 at 10.00 A.M. at The Presidency Club, No.51, Ethiraj Salai, Egmore, Chennai-600008. The notice convening AGM including Annual Report and other documents for the financial year 2014-15 have been electronically sent to the Members whose e-mail ids are registered with the Company or their Depository Participants on July 4, 2015 and physical copies of the same to all other members in the prescribed mode (i.e. Courier) at their registered address by July 02, 2015. Members desiring to receive the said documents in physical form will continue to get the same in physical form free of cost, upon request.

The members are hereby informed that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Clause 35B of the Listing Agreement, the Company is providing its members facilities for Remote e-voting services provided by Central Depository Services (India) Limited (CDSL) in respect of the following Business.

#### **ORDINARY BUSINESS:**

1. Adoption of audited Financial Statements and Reports of the Board of Directors and Auditors for the financial period ended on 31st March 2015.
2. To declare a dividend on the equity shares of the Company.
3. To appoint a director in place of Mrs. Mageswari Kannan, who retires by rotation and being eligible offers herself for re-appointment.
4. To appoint M/s. D.Sampathkumar & Co., Chartered Accountants as Statutory auditors of the Company and fix their remuneration.

#### **SPECIAL BUSINESS:**

5. Approval of remuneration payable to Dr. I.Ashok, CMA (M. No.11929), Cost Accountant for the Financial Year 2015-16.
  6. Amendment of Articles of Association as per the Companies Act, 2013.
- Note: Item No.6 is proposed as a Special Resolution and all other items are proposed as an Ordinary Resolution.

Remote E-voting is optional and voting rights of the members shall be reckoned on the equity shares held by them as on cut-off date i.e. July 20, 2015. The Remote e-voting period commences on Friday, July 24, 2015 (10.00 A.M.) and ends on Sunday, July 26, 2015 (05.00 P.M.). During the period, the members may cast their vote electronically. The e-voting module shall be disabled by the CDSL for voting thereafter. Once a vote on resolution is cast, the members shall not be allowed to change its subsequently. The facility for voting (e-voting / polling paper) shall also be made available at the meeting and members attending the meeting who have not cast their vote by remote e-voting shall be able to cast their vote at the meeting. 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. Mr. G.Greenivasa Rao (Membership no. 5691), Practicing Company Secretary, representing M/s.G.S.R. & Co., Company Secretaries have been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, then after unlock the vote cast through remote e-voting in the presence of at least two witness not in employment of the Company and make, not later than three days from the conclusion of meeting, a consolidated scrutiniser's report of the total votes cast in the favour or against, if any to the Chairman or a person authorised by him in writing who shall countersign the same. Thereafter, the Chairman or the person authorised by him in writing shall declared the result of the voting forthwith.

The results declared along with the Scrutiniser's Report shall be placed on the Company's website [www.nagamills.com](http://www.nagamills.com) and on the website of CDSL immediately after the results is declared by the Chairman / authorised person; and results shall also be communicated to the Stock Exchange.

All documents referred to in the Notice and Explanatory Statement is available for inspection at the Registered Office of the Company during the business hours between 10.00 A.M to 05.00 P.M on all the working days of the company up to the date of the Annual General Meeting.

This notice and other documents have been sent to all members whose names appeared in the Register of Members / Record of the Depositories as on June 26, 2015. Any person, who becomes member of the company after said date but before the AGM, can attend the AGM in person or appoint a proxy and send a requisition for a copy of Annual Report and Notice convening the AGM. A member can download the Notice of the AGM from the company's website [www.nagamills.com](http://www.nagamills.com) and the website CDSL [www.evotingindia.com](http://www.evotingindia.com) or can obtain by writing to Company Secretary, Naga Limited, No.1, Anna Pillai Street, Chennai – 600001 e-mail : [marikannanv@nagamills.com](mailto:marikannanv@nagamills.com).

In case members have any queries or issues or grievances regarding e-voting, they may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or alternatively may write to Mrs.Kandhimathi, e-mail [investor@cameoindia.com](mailto:investor@cameoindia.com), Cameo Corporate Services Limited, "Subramanian Building", No.1, Club House Road, Chennai – 600 002, Tel:044-28461073, who shall be responsible to address the grievances connected with the electronic voting.

NOTICE is hereby further given the pursuant to section 91 of the Companies Act, 2013 read with Rule 10 of the companies (Management and Administration) Rules, 2014 and Clause 16 of the listing Agreement, the Register of Members and Share Transfer Books of the company will remain closed from Friday July 24, 2015 to Monday, July 27, 2015 (both days inclusive), for the purpose of 24th Annual General Meeting and for payment of dividend on the equity shares for the financial year ended March 31, 2015, if approved by the shareholders.

The board of Directors at its meeting held on May 28, 2015 has recommended the payment of dividend @ Rs.0.80/- per share (i.e. 8%), if declared by members of the company at the AGM and the dividend will be paid on or after Saturday, August 1, 2015.

And also NOTICE is hereby given that pursuant to Clause 41 of the Listing Agreement, a meeting of the Board of Directors of the Company is scheduled to be held on Monday, the 27th July, 2015 at 12.30 P.M. at the Presidency Club, No.51, Ethiraj Salai, Egmore, Chennai-600008 to consider and take on record, inter alia, the Unaudited Financial Results for the 1st Quarter ended 30th June 2015.

## VERNACULAR NEWSPAPER

“MALAISUDAR” PUBLISHED ON 05.07.2015

### NAGA Limited

Registered Office: No.1, Anna Pillai Street, Chennai – 600 001.  
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