

SURYALAKSHMI COTTON MILLS LTD

(AN IS/ISO 9001 : 2008 & ISO 14001 : 2004 CERTIFIED COMPANY)

September 5, 2018.

To

Listing Compliance,
National Stock Exchange India Limited,
Exchange Plaza, C-1, Block-G,
BandraKurla Complex, Bandra-(East).
Mumbai-400051.

Dear Sir,

Ref.: SURYALAXMI

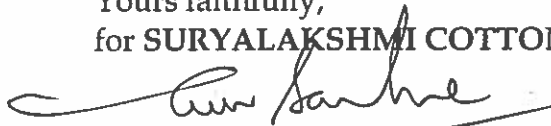
Sub: Submission of Notice of Annual General Meeting scheduled to be held on 29th September, 2018.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice and e-voting instructions slip of 55th Annual General Meeting of the Company scheduled to be held on Saturday, 29th September, 2018. The aforesaid notice alongwith e-voting instructions slip is being sent to all eligible shareholders and is also available on the website of the Company.

This is for your information and records.

Thanking you,

Yours faithfully,
for SURYALAKSHMI COTTON MILLS LIMITED,



E.V.S.V.SARMA,
COMPANY SECRETARY.



GOVERNMENT RECOGNISED EXPORT HOUSE

Regd. Office : Surya Towers, 6th Floor, 105 Sardar Patel Road, Secunderabad - 500 003. Telangana, INDIA

CIN Number : L17120TG1962PLC000923

Phone : +91-40-30571600, 27819856 / 857, Fax : +91-40-27846854

E-MAIL : slcmtd@suryalakshmi.com WEBSITE : www.suryalakshmi.com



SURYALAKSHMI COTTON MILLS LIMITED

Registered Office: 105, 6th Floor, Surya Towers, S.P. Road, Secunderabad 500 003.

(CIN: L17120TG1962PLC000923)

Website: www.suryalakshmi.com Email: slcmltd@suryalakshmi.com

Ph.no.: 040-30571600, 27819856, Fax: 040-27846854

Notice

NOTICE is hereby given that the 55th Annual General Meeting of the Members of Suryalakshmi Cotton Mills Limited will be held on Saturday, 29th September, 2018 at 10.30 A.M. at Rajdhani Hall, Behind LIC & HDFC Bank, Near Paradise Circle (West), S.D.Road, Secunderabad - 500003 to transact the following business.

Ordinary Business :

1. To receive, consider and adopt the audited statement of Profit and Loss for the year ended 31st March, 2018 and audited Balance Sheet as on that date and the reports of the Directors and Auditors thereon.
2. To declare dividend on 5% Non-Cum, Preference Shares of the Company for the year ended 31st March, 2018.
3. To declare dividend on 10% Cum, Preference Shares of the Company for the year ended 31st March, 2018.
4. To appoint a Director in place of Smt. Padmini Agarwal, Wholetime Director (DIN.01652449) who retires by rotation and who, being eligible, offers herself for re-appointment.

Item No.5: To consider, and if thought fit, to pass the following resolution with or without modification(s) as a SPECIAL RESOLUTION:

*RESOLVED THAT the Company do hereby approve and ratify in terms of Section 180 and other applicable provisions if any, of the Companies Act, 2013, the mortgaging / charging by the Board of Directors of the Company (hereinafter referred to as Board) of immovable properties of the Company situated at Survey Nos.1424, 1425 & 1426, Amanagal Village, Amanagallu, Telangana, Survey Nos.981 & 982, Village Nagardhan, Tehsil Ramtek, Dist. Nagpur, Maharashtra, Flat No.'F' Block in Surya Towers, Secunderabad, Telangana AND Survey Nos.266,

267, 268, 269, 271, 272 & 273, Nasrullabad Village, Jadcherla Mandal, Mahabubnagar, Telangana in favour of State Bank of India (SBI), IDBI Bank Limited (IDBI), Andhra Bank (AB), Lakshmi Vilas Bank Limited (LVB) and EXIM Bank of India (EXIM) to secure the Term Loans of ₹19106 lakhs and US\$ 9 mn. on FIRST CHARGE paripassu basis and ₹26575 lakhs of working capital facilities on SECOND CHARGE paripassu basis with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, premia on prepayment or on redemption, cost, charges, expenses and other monies, payable by the Company vide its loan agreement(s) entered into by the Company.

RESOLVED FURTHER THAT the Company do hereby confirm and ratify the execution of the documents for creation of aforesaid mortgage / charge.

Item No. 6: To consider, and if thought fit, to pass the following resolution with or without modification(s) as an ORDINARY RESOLUTION:

*RESOLVED THAT the Company do hereby approve in terms of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit & Auditors) Rules, 2014, the remuneration of ₹70,000/- (Rupees Seventy Thousand only) plus out of pocket expenses payable to M/s Aruna Prasad & Co., (Firm Registration No. 100883), Cost Accountants for the cost audit to be conducted by them of the cost records of the Company for the financial year 2018-19:

By Order of the Board of Directors
for **SURYALAKSHMI COTTON MILLS LIMITED**

Place: Secunderabad
Date : 19th May, 2018

E.V.S.V. SARMA
COMPANY SECRETARY

Notes:

1. The register of members and share transfer books will be closed from Saturday 22nd September, 2018 to Saturday 29th September, 2018 (both days inclusive) for the purpose of Annual General Meeting.
2. A member entitled to attend the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and such proxy need not be a member of the Company. A person can act as Proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights.

A member holding more than 10% of the total share capital may appoint a single person as Proxy and such

person shall not act as Proxy for any other person or shareholder.

3. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.
4. The shareholders desiring any further information as regards the accounts are requested to write to the Company so as to reach it at least one week prior to the date of the meeting for consideration of the management to deal at the meeting.
5. (i) Unclaimed dividends of the following years will be transferred to the Investor Education & Protection Fund set up by the Central Government on the dates mentioned against them:

Year	DATE OF DECLARATION	DUE FOR TRANSFER ON
2010-11	29/09/2011	05/11/2018
2011-12	29/09/2012	05/11/2019
2012-13	28/09/2013	04/11/2020
2013-14	04/08/2014	10/09/2021
2014-15	29/07/2015	04/09/2022
2015-16	28/07/2016	03/09/2023
2016-17	28/08/2017	03/10/2024

Members who have not encashed their dividend warrants pertaining to the above years may have their warrants revalidated by sending them to the Registered Office of the Company.

The details of unpaid and unclaimed dividend warrants lying with the Company as on date of last AGM, i.e. 28/08/2017 are available on the Company's website (www.suryalakshmi.com) as also on the website of the Ministry of Corporate Affairs (www.mca.gov.in).

- (ii) Pursuant to the provisions of Section 124 and 125 of the Companies Act and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, ("Rules") every year all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF suspense account after complying with the procedure laid down under the "Rules".

Accordingly, the Company has already transferred to IEPF Authority, the shares in respect of which Dividend has not been claimed from 2009-10 in compliance with the aforesaid "Rules".

Members are requested to take note of the aforesaid newly notified sections of the Companies Act, 2013 and claim their unclaimed dividends immediately to avoid transfer of the underlying shares to the IEPF.

The shares transferred to the IEPF can be claimed back by the concerned shareholders from IEPF Authority after complying with the procedure prescribed under the "Rules".

6. Pursuant to Section 108 of the Companies Act, 2013 read with relevant Rules under the Act, the Company is pleased

to provide the facility to the Members to exercise their right to vote through electronic voting. The members who have not cast their vote by remote e-voting shall be able to vote at the Annual General Meeting.

7. The members whose names appear on the Register of Members/ list of beneficial owners as on 21st September, 2018 are eligible to participate in e-voting on the resolutions set forth in this notice.
8. The Companies (Management and Administration) Rules, 2014 provide that the electronic voting period shall close at 5:00 PM, on the date preceding the AGM. Accordingly, the e-voting will be available at the <https://evoting.karvy.com>. The remote e-voting period will commence at 9:00 A.M. (IST) on 25th September, 2018 and will end at 5:00 P.M. (IST) on 28th September, 2018. The remote e-voting will not be allowed beyond the aforesaid period and time, and the remote e-voting module shall be disabled by M/s Karvy Computershare Private Limited, the agency engaged by the company to provide e-voting facility.
9. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 21st September, 2018.
10. The member(s) who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.

11. In order to enable its members, who do not have access to remote e-voting facility, to send their assent or dissent in writing in respect of the resolutions set forth in the Notice, the Company is enclosing a Ballot form with the Notice. Resolution (s) passed by the members through ballot forms, remote e-voting and voting at the AGM are deemed to have been passed at the AGM. Detailed instructions are printed on the Ballot Form for using the same.
12. The Company has appointed Mr. K.V.Chalama Reddy, Company Secretary in Practice, Hyderabad to act as Scrutinizer to scrutinize the poll at the Annual General Meeting, remote e-voting process and through ballot form in a fair and transparent manner.
13. The Login ID and Password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their e-mail ids with the Company/their respective Depository Participant along with physical copy of the Notice. Those members who have registered their e-mail IDs with the Company/their respective Depository Participant are being forwarded the login ID and password for e-voting along with process, manner and instruction by e-mail.
14. The Companies Act, 2013 provides for the facility of nomination to the members in a Company. Accordingly, members can avail the facility of nomination in respect of their shares held either singly or jointly. Members desiring to avail this facility are requested to fill up the prescribed nomination form and send the same to Registered Office of the Company. The forms are available at the Registered Office.
15. The shares of the Company continue to be listed on the BSE Ltd and on the National Stock Exchange and the Company have paid upto date all the listing fees to these exchanges.
16. Members are requested to notify immediately any change in their addresses to the Company
17. The members are requested to bring their copy of the Annual Report with them at the time of attending Annual General Meeting.
18. A route map showing directions to reach the venue of the 55th AGM is given at the end of the Notice.

Statement annexed to the Notice pursuant to section 102 of the Companies Act, 2013

Item No.4 – Reappointment of Smt. Padmini Agarwal, Whole-time Director.

Smt. Padmini Agarwal (DIN : 01652449) will retire at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

Smt. Padmini Agarwal (DIN : 01652449) w/o Sri Paritosh Agarwal, Managing Director, aged 41 years, is a graduate and appointed as Wholetime Director for a period of 5 years

w e f. 27th May, 2014 to 26th May, 2019. She has been actively involved in managing day-to-day operations and marketing of the Garments division.

No. of shares held by Smt. Padmini Agarwal as on 31st March, 2018 in the Company – 971815

Names of the companies in which she is a Director : NIL

Sri L.N.Agarwal, Sri Paritosh K.Agarwal and Smt. Padmini Agarwal are interested in this matter.

No other Director / Key Managerial Personnel / their relatives are interested in the resolution

The Board recommends this item for members' approval.

Item No.5 – Ratification of Approval of Mortgage

Under the various agreements entered into with the Company's Bankers for financial assistance, the Company is required to mortgage all its immovable properties present and future to the Bankers as security for the various credit facilities sanctioned by them.

In view of the urgency of the matter, the Company has in the recent past mortgaged properties listed out in the resolution in favour of the term lenders on First Charge paripassu basis and in favour of working capital bankers on Second Charge paripassu basis. The resolution seeks to ratify and approve the action of the Company in mortgaging these properties.

The Board recommends this resolution for the members' approval.

None of the Directors / Key Managerial Personnel / their relatives of the Company is interested in these resolutions.

Item No.6 – Ratification of the remuneration of Cost Auditor

Section 148 of the Companies Act, 2013 read with Rule 14 of Companies (Audit & Auditors) Rules, 2014 provides for the appointment and the remuneration of the Cost Auditor for the audit of the cost records of the company by the Board and the remuneration of the Cost Auditor is to be ratified by the members of the company. The appointment of M/S. Aruna Prasad & Co., has been approved by Board of Directors as Cost Auditor for carrying out cost audit for the year 2018-19 on a remuneration of ₹70,000/- plus out of pocket expenses. The ratification by the members to this remuneration is being sought in this resolution. The Board recommends the resolution for the approval of the members.

None of the Directors / Key Managerial Personnel / their relatives of the Company is interested in this resolution.

By Order of the Board of Directors
for SURYALAKSHMI COTTON MILLS LIMITED

Place: Secunderabad
Date : 19th May, 2018

E.V.S.V. SARMA
COMPANY SECRETARY

Notice

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INSTRUCTIONS FOR E-VOTING

1. Use the following URL for e-voting from KARVY website: <http://evoting.karvy.com>
2. Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the record date, may cast their vote electronically.
3. Enter the login credentials [i.e., user id and password mentioned overleaf]. Your Folio No/DP ID/Client ID will be your user ID. However, if you are already registered with KARVY for e-voting, you can use your existing User ID and password for casting your vote.
4. After entering the details appropriately, click on LOGIN.
5. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc). The system will prompt you to change your password and update any contact details like mobile, email etc on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.
7. On successful login, the system will prompt you to select the EVENT i.e., SURYALAKSHMI COTTON MILLS LIMITED.
8. On the voting page, enter the number of shares as on the cutoff date under "FOR/AGAINST" or alternately you may enter partially any number in "FOR" and partially in "AGAINST", but the total number in "FOR/AGAINST" taken together should not exceed the total shareholding. You may also choose the option "ABSTAIN" and the shares will not be counted under either head.
9. Institutional Shareholders (i.e. Members other than individuals, HUF, NRIs etc) are required to send a scanned copy of the Board Resolution/authority letter to the Scrutinizer via email at kvc133@gmail.com with copy marked to evoting@karvy.com.
10. Shareholders holding multiple folios / demat accounts shall choose the voting process separately for each folios / demat account.
11. Cast your vote by selecting an appropriate option and click on "SUBMIT". A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution.
12. Once the vote on the Resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
13. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
14. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual for Members available at the download section of <http://evoting.karvy.com> or contact KARVY at Tel No.1800 345 4001 (toll free).
15. The Scrutinizer shall immediately after the conclusion of the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favor of or against, if any, not later than three days after the conclusion of the AGM to the Chairperson of the Company. The Chairperson or any other person authorised by the Chairperson, shall declare the result of the voting forthwith.
16. The results shall be declared on or after the AGM of the Company. The results declared along with the scrutinizer's report shall be placed on the website of the Company www.suryalakshmi.com and on the website of KARVY <https://evoting.karvy.com> within three days of passing of the Resolutions at the AGM of the Company and communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed for placing the same in their website.



SURYALAKSHMI COTTON MILLS LIMITED

Registered Office: 105, 6th Floor, Surya Towers, S.P. Road, Secunderabad 500 003.

(CIN: L17120TG1962PLC000923)

Website: www.suryalakshmi.com Email: slcmltd@suryalakshmi.com

Ph.no.: 040-30571600, 27819856, Fax: 040-27846854

Attendance Slip

I / We hereby record my / our presence at the Annual General Meeting of the Company held on Saturday, 29th September, 2018 at 10.30 A.M. at Rajdhani Hall, Behind LIC & HDFC Bank, Near Paradise Circle (West), S.D.Road, Secunderabad - 500003.

For Physical Holding	For Electronic Form (Demat) NSDL / CDSL		No. of shares
	DP ID	CLIENT ID	
NAME OF THE MEMBER / JOINT MEMBER(S) (IN BLOCK CAPITALS):			

Please complete the attendance slip and hand over at the entrance of the meeting.

Signature of the member/
Joint member(s) / proxy



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Proxy

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	_____
Registered Address:	_____
Email ID:	_____
Folio No / Client ID:	_____
DP ID:	_____

I/We, being the member(s) of..... shares of the above named company, hereby appoint

1. Name:
Address :
Email ID :
Signature : or failing him/her
2. Name:
Address :
Email ID :
Signature : or failing him/her
3. Name:
Address :
Email ID :
Signature :

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Annual General Meeting of the company, to be held on Saturday, 29th September, 2018 at 10 30 A.M. at Rajdhani Hall, Behind LIC & HDFC Bank, Near Paradise Circle (West), S D Road, Secunderabad - 500003 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

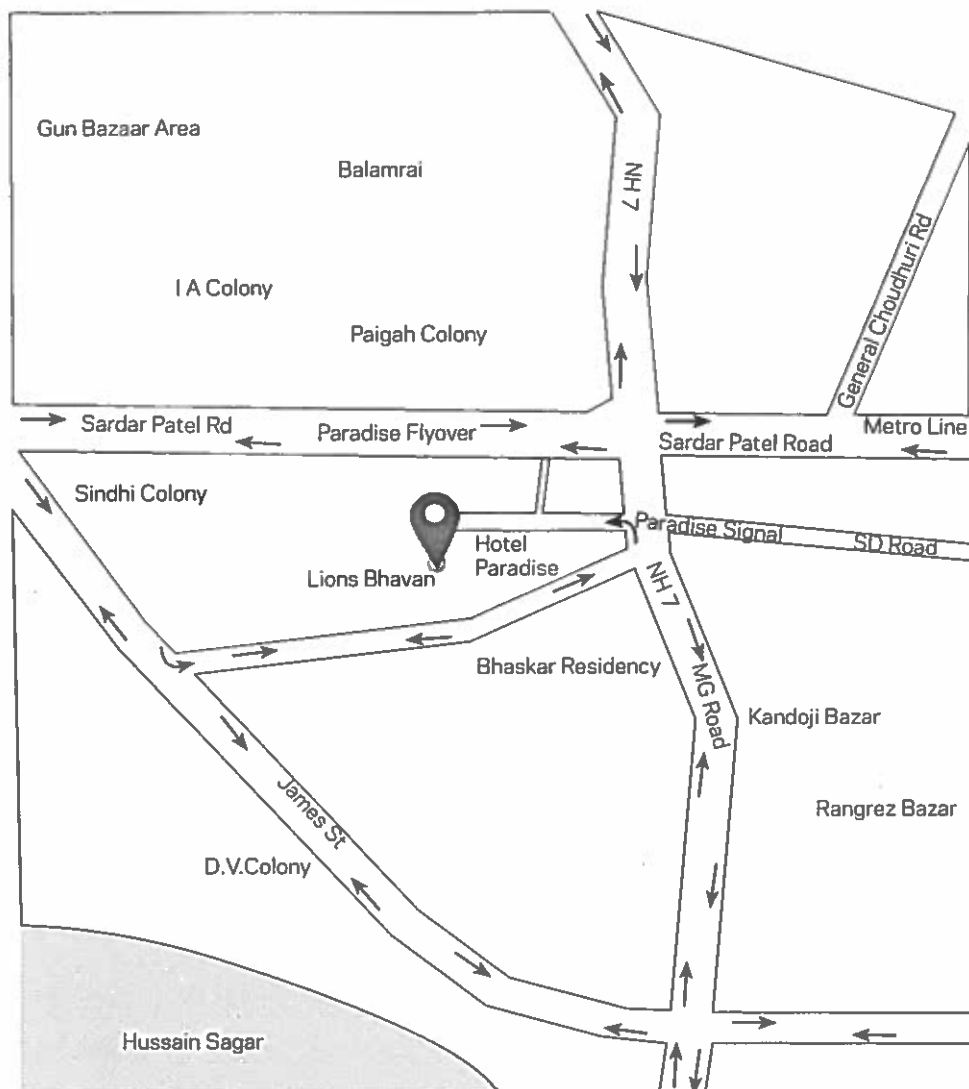
Signature of Proxy Holder(s):

Signature of Proxy Holder(s):



Sl. No.	Particulars	FOR	AGAINST
1.	To receive, consider and adopt the audited statement of Profit and Loss for the year ended 31st March, 2018 and audited Balance Sheet as on that date and the reports of the Directors and Auditors thereon.		
2.	To declare dividend on 5% Non-Cum, Preference Shares of the Company for the year ended 31st March, 2018.		
3.	To declare dividend on 10% Cum, Preference Shares of the Company for the year ended 31st March, 2018.		
4.	Reappointment of Smt. Padmini Agarwal, Director liable to retire by rotation.		
5.	Ratification and Approval of Mortgage		
6.	To ratify the remuneration of Cost Auditor.		

**55th Annual General Meeting.
Venue - Route MAP**



ATTENTION SHAREHOLDERS !!

- Reg.: 1. Mandatory updation of PAN and Bank details against your holding**
2. Request for dematerializing the shares held by you

Pursuant to SEBI circular dated 20th April, 2018, shareholders whose ledger folios do not have or having incomplete details with regard to PAN and Bank particulars are required to compulsorily furnish the details to the RTA/to the company for registration in the folio.

ACTION REQUIRED FROM YOU

You are requested to submit the following to update the records.

- Enclosed format duly filled in and signed by all the shareholders
- Self-attested copy of Pan Card of all the holders
- Cancelled Cheque leaf with name (if name is not printed, self-attested copy of the pass book first page)
- Address proof (self-attested Aadhaar-card)

Please note that Securities and Exchange Board of India (SEBI) vide its circular dated June 8, 2018 amended SEBI (LODR) Regulations effective from December 5, 2018 (i.e., the 180th day of the notification date) by which it has been mandated that **"transfer of securities shall not be processed unless they are held in the dematerialized form with a depository"**

In this regard, we advise you to get your shares dematerialized, if held in physical form, at the earliest possible, as after 5th December, 2018, no transfer of shares held in physical form will be processed. You may write to us at our e-mail id: einward.ris@kary.com to know the detailed procedure for dematerialization of the shares

Note: In case you have already updated PAN / BANK details please ignore this.

For any queries or any assistance in this regard, please contact;

Suryalakshmi Cotton Mills Limited
6th Floor, Surya Towers,
105, S.P.Road,
Secunderabad – 500 003.
Ph: 040-30571600 / 27819857
Email : cs@suryalakshmi.com

M/s Kary Computershare Pvt. Ltd.
Unit : Suryalakshmi Cottton Mills Limited
Kary Selenium Tower B, Plot 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad – 500 032
Toll Free No.: 1800-3454-001
Email : einward.ris@kary.com

National ECS / Electronic Clearing Service (ECS) for Payment of Dividend

To the shareholders,

The Company has introduced NECS / Electronic clearing Service (ECS) for payment of dividend. This would facilitate shareholders to obtain the dividend electronically and the payment would consequently be faster and loss of dividend instrument in postal transit would be eliminated.

Under this method, the Company would issue payment instructions to the Clearing House of Reserve Bank of India through the bankers of the Company. The Clearing House would furnish to the service branches of the destination banks branch wise credit reports indicating the beneficiary details such as names of the branches where the accounts are maintained, the names of the beneficiaries account type, account numbers and the respective amounts. The service branch would in turn pass on the advices to the concerned branches of their bank, which would credit the beneficiary's accounts on the appointed date. An advice of remittance would be sent by the Company to the shareholders opting for electronic transfer.

Considering the benefits derived in NECS/ECS for payment of dividend, shareholders are advised to avail this facility. Securities & Exchange Board of India and the Department of Company Affairs, Government of India, have made it mandatory on the part of the companies to offer NECS/ECS facility, wherever the said facility is available.

Presently, NECS/ECS facility is available at sixteen centres of the Reserve Bank of India viz., Ahmedabad, Bangalore, Kolkata, Chandigarh, Chennai, Guwahati, Hyderabad, Jaipur, Kanpur, Mumbai, Nagpur, New Delhi, Patna, Pune and Thiruvananthapuram. This facility is available only for payment upto a maximum amount of ₹5 lacs.

Shareholders holding shares in physical form wishing to participate in this scheme may please fill in the NECS/ECS Mandate Form printed overleaf in legible English, sign and return the same to the Company immediately at its Registered Office /Registrar & Transfer Agent. Please note that the information provided by you should be accurate and complete in all respects and duly certified by your bankers. In lieu of the bank certification, you may attach a blank cancelled cheque or a photocopy of a cheque for verification of the particulars provided by you in the NECS/ECS Mandate Form.

The shareholders holding shares in electronic form in the depository system are requested to forward the NECS/ECS particulars to their depository participant for incorporation in their records. The depository would forward the required information to the Company at the time of payment of Dividend.

In case you require any clarification /assistance, please feel free to contact the Company.

E.V.S.V.SARMA
COMPANY SECRETARY



SURYALAKSHMI COTTON MILLS LIMITED

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ECS Mandate

Suryalakshmi Cotton Mills Limited

Name of the first / sole shareholder

Ledger folio No / Client ID

Particulars of bank account of first / sole shareholder

Name of the Bank

Name of the Branch

Bank Branch Address

9 digit code number of the Bank and Branch
as appearing on the MICR cheque issued by the Bank

Type of Account Savings Current Cash Credit

Account No. (as appearing on the Cheque Book)

Ledger No. /Ledger Folio No. (If appearing on the

Cheque Book / Pass Book)

In lieu of the bank certificates to be obtained as under, please attach a blank cancelled cheque or a photocopy of a cheque issued to you by your Banker, for verification of the particulars provided herein.

Effective Date

I hereby, declare that the particulars given above are correct and complete. I undertake to inform you promptly any subsequent changes in the above particulars. If the payment transaction is delayed or not effected at all for reasons of incomplete or incorrect information or beyond the control of the Company, I will not hold Suryalakshmi Cotton Mills Limited responsible. I have read the option invitation letter and agree to discharge the responsibility expected of me as a participant under the Scheme.

Place

Signature of the shareholder*

*

(*as per specimen signature)

BANKERS' CERTIFICATION

Certified that the particulars furnished above are correct as per our records.