

FARMAX INDIA LIMITED

CIN No: L27109TG1995PLC022190

Regd off: Survey No. 658, Bowrampet Village, Qutubullapur Mandal Sub-Urban of Hyderabad, Hyd-500043

Phone: 08418-242207, e-mail: info@farmax.co.in, www.farmax.co.in

NOTICE

NOTICE is hereby given that the Extra-Ordinary General Meeting of the Members of the Company will be held on **Saturday the 24th January 2015** at 11.00 am at "Survey No. 658, Bowrampet Village, Qutubullapur Mandal Sub-Urban of Hyderabad, Hyd-500043 to transact the following business:

1. Increase in authorized share capital of the company:

To consider, and if thought fit, to pass with or without modification (s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 13 and Section 61 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 and the Rules made there under, the authorized share capital of the company be and is hereby increased from Rs 50,00,00,000 (Rupees Fifty Crores only) divided into 50,00,00,000 (Rupees Fifty Crores only) equity shares of 1/- (Rupee one only) each to Rs. 60,00,00,000 (Rupees Sixty Crores only) divided into 60,00,00,000 (Sixty Crores only) equity shares of Rs 1/- (Rupee one only) each and consequently the existing Clause V of the Memorandum of Association of the company be and is hereby altered by deleting the same and substituting in its place and instead thereof, the following as new Clause V:

"The Authorised share capital of the company is Rs. 60,00,00,000 (Rupees Sixty Crores only) divided into 60,00,00,000 (Sixty Crores only) equity shares of Rs 1/- (Rupee one only) each with power of the company to increase or reduce the capital and the shares in the capital for the time being into several classes and to attach thereto respectively such preferential differed qualified or special rights, privileges or conditions and to vary or modify or abrogate any such rights, privileges or conditions as may for the time being be provided by the regulations of the company and to issue any part of its capital original or increased with or without any preference priority or special privileges or subject to any postponement of to any conditions or restrictions and that unless the conditions of issue shall otherwise expressly declare every issue of share whether declared to preference or otherwise shall be subject to the power herein before contained."

"FURTHER RESOLVED THAT the Board of Directors or its committee thereof be and is hereby authorized to take all such necessary steps / actions as may be deemed expedient to give effect to this resolution including signing of all such necessary documents as may be required in this regard.

2. Issue of equity shares on preferential basis to the promoters and the others:

To consider, and if thought fit, to pass with or without modification (s), the following resolution as a Special Resolution:

"RESOLVED THAT in terms of Sections 42 and 62(1)(c) of the Companies Act, 2013 and all other applicable provisions, if any, (including any statutory modification(s) or re-enactments thereof for the time being in force), Memorandum and Articles of Association of the Company, Listing Agreement entered into by the Company with Stock Exchanges where the Company's shares are listed and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and

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Disclosures Requirements) Regulation 2009, as may be applicable to the preferential issue of Equity shares and other applicable regulations of SEBI, if any and subject to such conditions and modifications as may be considered appropriate by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include any committee thereof for the time being to which all or any of the powers hereby conferred on the Board by this resolution, have been delegated) and subject to such, consents and approvals of SEBI, Stock Exchanges, Government of India, or such other bodies or authorities as may be required by law and as may be necessary and subject to such conditions and modifications as may be imposed upon and accepted by the Board while granting such consents and approvals and which may be agreed to by or any other authorities as may be necessary for that purpose, the consent of the members of the company be and is hereby accorded to the Board to offer, issue, and allot in one or more tranches up to 18,00,00,000 Equity shares (Eighteen crores only) of Rs.1/- each to the promoters and the others (whose names shall be recorded by the company in the manner set out in Sec 42(7) of the Companies Act, 2013 read with the respective Rules) in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the Securities & Exchange Board of India ("SEBI") (Issue of Capital and Disclosure Requirements) Regulations 2009 (including any amendments thereto or re-enactment thereof) or other provisions of Law as may be prevailing at the time, provided that the price (inclusive of premium) of the equity shares so issued shall not be less than the minimum price to be arrived in accordance with the provisions of Chapter VII of the SEBI (ICDR) Regulations."

"RESOLVED FURTHER THAT the pricing of the Equity Shares to be allotted will be in accordance with the SEBI (ICDR) Regulations with reference to the 'Relevant Date.'" The "relevant date" for the purpose of pricing of equity shares is 24.12.2014 (25.12.2014 being holiday) i.e., thirty days prior to the date on which this General meeting is held in terms of section 42 and section 62 1(c) of the Companies Act,2013"(EGM to be held on 24.01.2015).

"RESOLVED THAT the new equity shares issued shall rank pari-passu with the existing Equity Shares of the Company in all respects and that the equity shares so allotted during the financial year shall be entitled to the dividend, if any, declared including other corporate benefits, if any, for which the book closure or the Record Date falls subsequent to the allotment of Equity Shares."

"RESOLVED FURTHER THAT the aforesaid equity shares allotted in terms of this resolution shall be subject to lock-in requirements as per the provisions of Chapter VII of SEBI (ICDR) Regulations, 2009 and any amendment thereto from time to time."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to modify and decide the price, terms and conditions of the Issue of equity shares, if necessary, keeping in view the provisions of various Acts and Guidelines in force from time to time."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to agree and accept all such condition(s), modification(s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the issue as may be considered necessary, proper or expedient and give effect to such modification(s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard to implementation of this Resolution, issue and allotment of equity shares and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

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“RESOLVED FURTHER THAT the Company does apply for listing of the new equity shares and does make an application to the Depositories for admission of the new equity shares.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any other officer or officers of the Company to give effect to the aforesaid resolutions.”

On behalf of the Board
Farmax India Limited

Place : Hyderabad
Date : 12.12.2014

M.Srinivasa Reddy
Managing Director

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. The Notice of EGM, Proxy form and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of EGM, Proxy form and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of EGM and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the EGM.
4. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 19.12.2014, are entitled to vote on the Resolutions set forth in this Notice. The e-voting period will commence at 9.00 a.m. on 17.01.2015 and will end at 6.00 p.m on 20.01.2015. The Company has

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appointed Mr. S.Sarveswar Reddy, Practising Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

PROCEDURE FOR E-VOTING:

(I) In case of members receiving e-mail:

- i) Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'
- ii) Enter the login credentials (i.e., user-id & password) mentioned on EGM Notice. Your folio/DP Client ID will be your User-ID.

| | |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| User – ID | For Members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- <ul style="list-style-type: none">• Event no. followed by Folio Number registered with the Company |
| Password | Your Unique password is printed on the EGM Notice / via email forwarded through the electronic notice |
| Captcha | Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons. |

- iii) Please contact our toll free No. 1-800-34-54-001 for any further clarifications.
- iv) The voting period begins on 17.01.2015 at 9.00 A.M. and ends on 20.01.2015 at 6.00.P.M. During this period shareholders' of the Company holding shares either in physical form or in dematerialized form as on 31.12.2014, may cast their vote electronically. Members who have acquired shares after the dispatch of the Notice and before the meeting may vote physically in the EGM and approach the Company for copy of Notice of EGM.
- v) After entering these details appropriately, click on "LOGIN".
- vi) Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z).one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-Voting platform. System will prompt you to change your password and update any contact details like mobile #, email ID etc on 1st 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.
- vii) You need to login again with the new credentials.

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- viii) On successful login, system will prompt to select the 'Event' i.e., 'Company Name'.
- ix) If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any company, then your exiting login id and password are to be used.
- x) On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting .Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not wants to cast, select 'ABSTAIN'
- xi) After selecting the resolution 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.
- xii) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- xiii) Corporate/Institutional Members (Corporate / FIs / Fills / Trust / Mutual Funds / Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to ssrfcs@gmail.com with copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."

(II) In case of members receiving the Physical copy of Notice of EGM [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy]:

- A.** Please follow all steps from sl. no. (i) to sl. no. (xii) above, to cast vote.
- B.** Mr. S.Sarveswar Reddy, Practicing Company Secretary, C.P. No. 7478 has been appointed as the Scrutinizer to scrutinize the e-voting process.
- C.** The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forward to the Chairman of the Company.
- D.** The Results shall be declared on or after the EGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.farmax.co.in and on the website of Karvy Computershare Private Limited within two(2) days of passing of the resolutions at the EGM of the Company and communicated to the NSE and other Stock Exchanges.

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EXPLANATORY STATEMENT

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

Item No-1:

The present authorized share capital of the company is Rs 50,00,00,000 divided into 50,00,00,000 equity shares of Re 1/- each. The company is proposing to issue equity shares to promoters and others on preferential basis. Considering the same, the Board has approved, subject to the shareholders approval, an increase in the authorized share capital to Rs.60,00,00,000 divided into 60,00,00,000 equity shares of Re.1/- each.

Pursuant to provisions of Sections 13 and 61 of the Companies Act, 2013, an increase in authorized share capital and consequent amendments in the capital clause of the Memorandum of Association of the company requires approval of the members. Approval of the members is, therefore, sought in terms of the said sections.

Your directors recommend the above special resolution for your approval.

None of the Directors, key managerial personnel and their relatives are concerned or interested in the above said resolution.

Item No-2:

The special resolution as mentioned under item 2 proposes to authorize the Board of directors to issue and allot up to 5,00,00,000 equity shares to promoters and others in such manner and on such terms of conditions as prescribed under SEBI (ICDR) Regulations and in compliance with Sections 42 and 62 and other applicable provisions of the Companies Act, 2013, the companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014.

Further the Company has received letters from creditors (CN Foods Pvt Ltd and AC foods and trading pvt Ltd) to convert their debt in to equity. Accordingly the Board considered the offer and decided to issue equity shares on preferential basis to creditors against the dues payable to them aggregating to a sum of Rs.7 crores apart from issue of shares to the promoters and others. The Information pertaining to the proposed preferential allotment in terms of the Chapter VII of SEBI (ICDR) Regulations, 2009 and subsequent amendments there to is as stated below:

(I) Object of the Issue through preferential Allotment:

To mobilize funds for current/future expansion plans/activities directly of the Company, working capital and general corporate purposes including acquisition of companies both in India and Abroad to achieve inorganic growth.

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(II) Pricing of the Issue and Relevant Date:

The equity shares will be issued at such a price (including premium) not lower than the minimum price as stipulated in Chapter VII of SEBI (ICDR) Regulations (Regulation 76) i.e., the higher of the following:

- a. The average of the weekly high and low of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 6 months preceding the relevant date; or
- b. The average of the weekly high and low of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 2 weeks preceding the relevant date.

“Relevant Date” in relation to the issue of equity shares in accordance with the SEBI (ICDR) Regulations, would be 24.12.2014 (25.12.2014 is holiday) being the date 30 days prior to the date of EGM where the proposed preferential issue is being considered for approval of the members.

A Certificate will be obtained from the Statutory Auditors / Practicing Company Secretary confirming the minimum price for the preferential issue as per Preferential Issue Guidelines in Chapter VII of SEBI (ICDR) Regulations, 2009 along with the calculation thereof and the same will be made available for inspection at the Registered Office of the Company.

(III) The proposal of the promoters, or their associates and relatives, directors/key managerial persons of the issuer to subscribe to the offer:

The proposed allottees would fall under Promoter and Public categories as mentioned under point No.(IV). The said allottees propose to subscribe for the above said equity shares. Out of the total issue of 17,14,28,569 equity shares, the promoters or their associates and relatives, directors/key managerial persons of the company are subscribing to the extent of 5,00,00,000 Equity shares and the balance will be given to the public category. The requirement of issue of securities on preferential basis is necessitated to fulfill the objects as mentioned in point No(1).

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(IV).Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control; the proposed allottees and percentage or pre and post preferential issue capital that may be held by them:

| Sl. No | Name of the proposed allottee and ultimate beneficial owner | Pre issue holding | | Equity shares proposed to be allotted | Post issue holding | |
|--------|-------------------------------------------------------------|-------------------|-------------|---------------------------------------|--------------------|-------------|
| | | Shares | % of shares | | Shares | % of shares |
| | PROMOTER CATEGORY (A) | | | | | |
| 1 | MSR INDIA LIMITED* | 3,69,08,300 | 9.04 | 5,00,00,000 | 8,69,08,300 | 14.99 |
| | SUB TOTAL (A) | | | 500,00,000 | | |
| | NON-PROMOTER CATEGORY (B) | | | | | |
| 2. | SURESH REDDY | - | - | 2,14,28,571 | 2,14,28,571 | 3.69 |
| 3. | PINNITI RAJENDRA REDDY | - | - | 1,42,85,714 | 1,42,85,714 | 2.46 |
| 4. | ANANTH REDDY | - | - | 1,42,85,714 | 1,42,85,714 | 2.46 |
| 5. | C N FOODS PRIVATE LIMITED* | - | - | 2,14,28,571 | 2,14,28,571 | 3.69 |
| 6. | SADASIVA REDDY | 935012 | 0.23 | 71,42,857 | 80,77,869 | 1.40 |
| 7. | SNR FILMS INDIA PRIVATE LIMITED | - | - | 71,42,857 | 71,42,857 | 1.23 |
| 8. | SAKALESHWAR REDDY | - | - | 71,42,857 | 71,42,857 | 1.23 |
| 9. | A C FOODS AND TRADING PRIVATE LIMITED* | - | - | 2,58,71,428 | 1,42,85,714 | 4.92 |
| | SUB TOTAL (B) | | | 12,14,28,569 | | |
| | GRAND TOTAL (A+B) | | | 17,14,28,569 | | |

*** Note: Ultimate Beneficial Owners for proposed allottees**

| Sl.No | Name of the Proposed Allottee | Shareholders/ultimate beneficiaries | Remarks |
|-------|---------------------------------------|-----------------------------------------------|-----------------------|
| 1. | MSR INDIA LIMITED | Srinivasa Reddy Morthala | Promoter category |
| 2. | A C FOODS AND TRADING PRIVATE LIMITED | 1. Alluri Prasadraju 2. Chaparala Swapna | Non Promoter category |
| 3. | C N FOODS PRIVATE LIMITED | 1. Chakali Anjaiah 2. Nandyala Chiranjeevi | Non Promoter category |
| 4. | SNR FILMS INDIA PRIVATE LIMITED | 1. Samala Padmajaa 2. Samala Narsi Reddy | Non Promoter category |

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(V) Shareholding pattern before and after preferential issue of the capital would be as follows:

| SI. No. | CATEGORY | Pre issue holding details | | Post issue holding details | |
|---------|----------------------------------------------|---------------------------|---------------|----------------------------|---------------|
| | | No. of shares | % of shares | No. of shares | % of Shares |
| A | Promoter Share Holding | | | | |
| 1 | Indian Promoters | 152378549 | 37.32 | 202378549 | 34.91 |
| 2 | Foreign Promoters | - | - | - | - |
| | Sub-Total (A) | 152378549 | 37.32 | 202378549 | 34.91 |
| B | Public Share holding | | | | |
| 1 | Institutions | 19825000 | 4.86 | 19825000 | 3.42 |
| 2 | Non-Institutions | | | | |
| (i) | Bodies Corporate | 71306982 | 17.46 | 128449838 | 22.16 |
| (ii) | Individuals | 62717576 | 15.36 | 127003289 | 21.90 |
| (iii) | NRIs | 1599973 | 0.39 | 1599973 | 00.28 |
| (iv) | Clearing Members | 4370220 | 1.07 | 4370220 | 00.75 |
| (v) | Trusts | 1700 | 0.00 | 1700 | 00.00 |
| C | Any Others: (custodians against GDR's) | 96100000 | 23.54 | 96100000 | 16.58 |
| | Sub-Total (B) | 255921451 | 62.68 | 377350020 | 65.09 |
| | Grand Total (A+B) | 408300000 | 100.00 | 579728569 | 100.00 |

(VI) Proposed time within which the allotment shall be completed:

The allotment of equity shares shall be completed, within a period of 15 days from the date of passing of the resolution by the shareholders provided, that where the allotment is pending on account of pendency of any approval from any regulatory authority including SEBI, the allotment shall be completed by the Company within a period of 15 days from the date of such approvals.

(VII) Approvals:

The Company will take necessary steps to obtain the required approvals from the Stock Exchanges, SEBI, or any other regulatory agency as may be applicable, for the proposed preferential issue of equity shares.

(VIII) SEBI Takeover code:

In the present case none of the proposed allottees would attract SEBI Takeover Code and therefore is not under obligation to give open offer to the public except making certain disclosures to Stock Exchanges.

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(IX) Holding of shares in demat form, non disposal of shares by the proposed allottees and lock-in period of shares:

The entire shareholding of the proposed allottees in the company, if any, is held by them in dematerialized form. The entire pre preferential allotment shareholding of such allottees shall be under lock-in from the relevant date up to a period of six months from the date of trading approval from all the stock exchanges where the securities of the Company are listed. The shareholder who has sold their shares during the six months period prior to the relevant date shall not be eligible for allotment of equity shares on preferential basis. The proposed shareholders have Permanent Account Number.

(X) Lock –in Period:

The equity shares proposed to be allotted shall be subject to 'lock-in' for such a period as the case may be from the date of trading approval from all the stock exchanges where the securities of the Company are listed as per Clause 78 of the SEBI (ICDR) Regulations, 2009.

(XI) Auditor Certificate:

Certificate from the Statutory Auditors / Practicing Company Secretary confirming that the proposed issue of equity shares is being made in accordance with the SEBI (ICDR) Regulations, 2009 will be/is obtained and the same will be made available for inspection at the Registered Office of the Company on any working day.

(XII) Control:

As a result of the proposed preferential allotment of equity shares, there will be no change in the composition of the Board of Directors and control of the Company.

(XIII) Undertakings:

In terms of SEBI (ICDR) Regulations, 2009 issuer hereby undertakes that:

- a) It shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so.
- b) If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continued to be locked in till the time such amount is paid by the allottees.

(XIV) Compliances:

The company has complied with the requirement of listing agreement including clause 40A i.e., maintaining a minimum of 25% of the paid up capital in the hands of the public.

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(XV) Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013 provides, inter alia, that whenever it is proposed to increase the subscribed capital of a Company by further issue and allotment of shares, such shares shall be

first offered to the existing shareholders of the Company in the manner laid down in the said section, unless the shareholders decide otherwise in General Meeting by way of special resolution.

Accordingly, the consent of the shareholders is being sought pursuant to the provisions of section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI Guidelines or regulations and the provisions of the Listing Agreement with the Stock Exchanges for authorizing the Board to offer, issue and allot equity shares as stated in the resolution, which would result in a further issuance of securities of the Company to the promoters and others on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

The Board of Directors recommends the passing of the above resolution as a Special Resolution as set out in the Notice.

Except Mr. M. Srinivasa Reddy, Managing Director, none of the other directors, key managerial personnel and their relatives are concerned or interested in the above said resolution.

On behalf of the Board
Farmax India Limited

Place : Hyderabad
Date : 12.12.2014

M.Srinivasa Reddy
Managing Director

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Form No. MGT-11

Proxy form

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

CIN : L27109TG1995PLC022190
Name of the company : FARMAX INDIA LIMITED
Registered office : Survey No. 658, Bowrampet Village, Qutubullapur Mandal
Sub-Urban of Hyderabad, Hyderabad, Telangana – 500043

Name of the member(s):
Registered Address:
E-mail 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 :

E-mail Id :

Signature:, or failing him

2. Name :

Address:

E-mail Id :

Signature:, or failing him

3. Name :

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the company, to be held on Saturday 24th day of January, 2015 at 11.00 a.m. at Survey No. 658, Bowrampet Village, Qutubullapur Mandal Sub-Urban of Hyderabad, Hyderabad, Telangana – 500043 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.

1. Increase in Authorized Share Capital of the company.

2. Issue of equity shares to Promoters and others on Preferential basis.

Signed this day of..... 2015

Signature of shareholder

Affix
Revenue
Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

FARMAX INDIA LIMITED

CIN No: L27109TG1995PLC022190

Regd off: Survey No. 658, Bowrampet Village, Qutubullapur Mandal Sub-Urban of Hyderabad, Hyd-500043

Phone: 08418-242207, e-mail: info@farmax.co.in, www.farmax.co.in

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at **at the Extra-Ordinary General Meeting of the company, to be held on Saturday 24th day of January, 2015 at 11.00 a.m. at Survey No. 658, Bowrampet Village, Qutubullapur Mandal Sub-Urban of Hyderabad, Hyderabad, Telangana – 500043**

Shareholders/Proxy's Signature_____

Shareholders/Proxy's full name_____

(In block letters)

Folio No. / Client ID_____

No. of shares held_____

Note:

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

Note: Please read the instructions printed under the Notice dated 12.12.2014 of the Extra-Ordinary General Meeting.