



## RAJ RAYON INDUSTRIES LIMITED

Regd. Office: Survey No. 177/1/3, Village – Surangi,  
Dist –Silvassa, Dadra & Nagar Haveli (U.T.) - 396 230  
Email: [investors@rajrayon.com](mailto:investors@rajrayon.com), Website: [www.rajrayon.com](http://www.rajrayon.com)  
CIN: L17120DN1993PLC000368

**NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF RAJ RAYON INDUSTRIES LIMITED WILL BE HELD ON SATURDAY, 14<sup>TH</sup> MARCH, 2015 AT 11.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY AT SURVEY NO. 177/1/3, VILLAGE – SURANGI, DIST –SILVASSA, DADRA & NAGAR HAVELI (U.T.) – 396 230 TO TRANSACT THE FOLLOWING BUSINESS:**

### ITEM NO. 1

#### **PREFERENTIAL ISSUE OF EQUITY SHARES:**

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

**"RESOLVED THAT** pursuant to the provisions of Section 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014, and the provisions of Chapter VII of the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2009, (hereinafter referred to as "SEBI (ICDR) Regulations") (including any statutory amendment, modification, variation or re-enactment thereof, and the provisions of any rules/regulations / guidelines issued / framed by the Central Government, for the time being in force), relevant enabling provisions of the Memorandum and Articles of Association of the Company, and in accordance with the Listing Agreement entered into by the Company with the Stock Exchanges where the securities (Equity shares) of the Company are listed and subject to all such approvals, consents, permissions and / or sanctions as may be required by law from Government of India, Securities and Exchange Board of India, Stock Exchanges and any other appropriate, regulatory, concerned authorities, institutions or body (hereinafter singly or collectively referred to as "the appropriate authorities") and subject to such terms, conditions, alterations, changes, variations and / or modifications as may be prescribed or imposed by any or more or all of them while granting any such consents, permissions, approvals and / or sanctions (hereinafter singly or collectively referred to as "the requisite approvals") which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee (s), which the Board may have constituted or hereafter constitute in this behalf to exercise the powers conferred on the Board by this Resolution), the Board be and is hereby authorised to create, offer issue and allot 8,00,00,000 (Eight Crores) Equity Shares of ₹ 1/- (Re One) each at par aggregating to ₹ 8,00,00,000 on a preferential basis to the following shareholders existing or new belonging to Promoter and Non Promoter category without offering the same to any other persons:

Sr. No.	Name of the Proposed Allottee	No. of Shares proposed to be allotted
<b>Promoters</b>		
1	Rajkumari Kanodia	4500000
2	Sushil Kumar Kanodia	6800000
3	Radheshyam Kanodia (H U F)	1500000
4	Sushil Kumar Kanodia (HUF)	1500000
5	Samiksha Kanodia	1500000
6	Akanksha Jatin Mehta	1500000
<b>Non Promoters</b>		
7	Ajay Kanodia	10450000
8	Ritu Kanodia	10450000
9	Seema Kanodia	10450000
10	Sampoodevi Kanodia	10450000
11	Suryakant Kanodia	10450000
12	Suryakant Kanodia (HUF)	10450000
<b>Total</b>		<b>80000000</b>

**RESOLVED FURTHER THAT** the "Relevant Date" in relation to issue of Equity shares pursuant to this resolution in accordance with the provisions of Regulation 71 of Chapter VII of SEBI (ICDR) Regulations shall be the date thirty (30) days prior to the date of this Extraordinary General Meeting of the shareholders of the Company i.e. 12<sup>th</sup> February, 2015 or such other date as may be prescribed in accordance with the SEBI (ICDR) Regulations.

**RESOLVED FURTHER THAT** subject to the terms stated hereinabove:

- The Equity Shares offered and issued shall be allotted within a period of Fifteen (15) days from the date of passing of this resolution, provided that if any requisite approvals from the appropriate authorities for allotment of Equity Shares is pending, the period of Fifteen (15) days shall be counted from the date of such requisite approvals.
- The Equity Shares offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- The Equity Shares offered, issued and allotted pursuant to this resolution shall rank pari passu inter-se with the existing Equity Shares of the Company in all respects, including dividend.



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For RAJ RAYON INDUSTRIES LIMITED

*Sutayada*  
Company Secretary

d) The Equity Shares offered, issued and allotted shall remain locked-in from such date and for such periods as specified under the SEBI (ICDR) Regulations.

e) The Equity Shares offered, issued and allotted to the investor shall be in dematerialised form.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred by this resolution to any Director(s)/Committee of Director(s) or any other Officer or Officers of the Company to give effect to the aforesaid resolution including to execute any document on behalf of the Company and to represent the Company before any appropriate authorities.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper including without limitation to enter into arrangements/agreements and to settle any question, difficulties or doubts that may arise in this regard at any stage including at the time of listing of the Equity Shares with the Stock Exchanges, without requiring the Board to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

Place: Mumbai

Date: 14<sup>th</sup> February, 2015

By order of the Board of Directors

Registered Office:

Survey No. 177/1/3,

Village – Surangi, Dist – Silvassa,

Dadra & Nagar Haveli (U.T.) – 396 230

Sd/-

Name: Gita Yadav

Designation: Company Secretary

Membership No: ACS- 23280

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

Proxies, in order to be effective, must be duly filled, stamped, signed and must reach the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Extraordinary General Meeting, setting out material facts, is annexed hereto.
3. Corporate Members intending to send their authorised representatives to attend the Extraordinary General Meeting are requested to send a duly certified copy of their Board Resolution authorising their representative to attend and vote on their behalf at the Extraordinary General Meeting.
4. Members/Proxies/Representatives are requested to bring the enclosed Attendance Slip, duly filled in, for attending the Extraordinary General Meeting.
5. Relevant documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company on all working days except Saturdays, between 11:00 a.m. and 1:00 p.m. up to the date of the meeting.

6. **Voting through electronic means:**

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their rights to vote at the Extraordinary General Meeting by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):

The instructions for e-voting are as under:

- (i) The voting period begins on (09<sup>th</sup> March, 2015, 9:00 am) and ends on (10<sup>th</sup> March, 2015, 6:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) of 13<sup>th</sup> February, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "Shareholders" tab.
- (iv) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.



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For RAJ RAYON INDUSTRIES LIMITED

*Sunita Yadav*  
Company Secretary

- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</li> <li>In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li> </ul>
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **RAJ RAYON INDUSTRIES LIMITED** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Mr. Virendra Bhatt, Practicing Company Secretary (Membership No. 1157) Address: 602/Tardeo Air Conditioned Market, Tardeo Main Road, Tardeo, Mumbai Central- 400034 has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xx) The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (xxi) The Result shall be declared at the Extraordinary General Meeting of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.rajrayonindustries.com](http://www.rajrayonindustries.com) and on the website of CDSL within two days of passing of the resolutions at the Extraordinary General Meeting of the Company and communicated to the BSE & NSE.
- (xxii) Note for Institutional Shareholders and Custodians:
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxiii) In case you have any queries or issues regarding e-voting, you 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).



**CERTIFIED TRUE COPY**  
For **RAJ RAYON INDUSTRIES LIMITED**  
*Sunita Yadav*  
Company Secretary

**ANNEXURE TO NOTICE**

**Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013:**

**Item No. 1**

In terms of section 102 of the Companies Act, 2013 and Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations") and any other applicable law, the Explanatory Statement set out all the material facts relating to the special business mentioned:

In order to shoring up networking capital, the Company is proposing to raise funds through preferential issue of upto 80000000 Equity Shares of face value ₹ 1/- each (the "Preferential Allotment") in accordance with the Regulations of Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "SEBI ICDR Regulations") and seeks shareholders approval to the proposed special resolution under the provisions of Section 42 and 62 of the Companies Act, 2013.

Accordingly, the consent of the shareholders is being sought, pursuant to provisions of Section 42 and 62 and the other applicable provisions of the Companies Act, 2013, Regulation 74(1) of Chapter VII of the Securities and Exchange Board of India (ICDR) Regulations, 2009 and the amendments thereof, and in terms of the provisions of the Listing Agreement, and such other approvals as may be necessary, to issue and allot securities as stated in the Special Resolution.

**Disclosures pursuant to the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2009 and Section 62 of the Companies Act, 2013:**

**1. Objects of the Preferential Issue:**

In order to shoring up networking capital, the Company is proposing to raise funds.

**2. The proposal of the promoters, directors or key management personnel of the Company to subscribe to the offer:**

The Promoters intends to subscribe to 17300000 Equity Shares.

**3. The shareholding pattern of the Company before and after the Preferential Issue:**

Pre – Post the preferential issue shareholding pattern as shown below:

Sr. No.	Category of Shareholders	Pre Issue Shareholding		Post Issue Shareholding	
		Pre-issues Shares Held	% of Total Shareholding	Post-issues Shares Held	% of Total Shareholding
<b>A</b>	<b>Promoter's Holding</b>				
1.	<b>Indian</b>				
	Individuals	6015000	2.26	23315000	6.73
	Bodies Corporate	94720930	35.55	94720930	27.34
	<b>Sub Total (A1)</b>	<b>100735930</b>	<b>37.81</b>	<b>118035930</b>	<b>34.07</b>
2.	<b>Foreign</b>				
	Individuals	0	0	0	0
	Bodies Corporate	0	0	0	0
	<b>Sub Total (A2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Total Promoter Shareholding (A)= (A1)+ (A2)</b>	<b>100735930</b>	<b>37.81</b>	<b>118035930</b>	<b>34.07</b>
<b>B</b>	<b>Non Promoter's /Public Holding</b>				
1.	<b>Institutional Investors</b>				
	Mutual Fund/UTI				
	Financial Institutions/Bank	1418963	0.53	1418963	0.41
	Foreign Institutional Investors				
	<b>Sub Total (B1)</b>	<b>1418963</b>	<b>0.53</b>	<b>1418963</b>	<b>0.41</b>
2.	<b>Non- Institutional Investors</b>				
	Bodies Corporate	13931644	5.23	13931644	4.02
	Directors and Relatives	0	0	0	0
	Indian Public	141053081	52.94	203753081	58.81
	Other (including NRIs)	9314382	3.50	9314382	2.69
	<b>Sub Total (B2)</b>	<b>164299107</b>	<b>61.66</b>	<b>226999107</b>	<b>65.52</b>
	<b>Total Public Shareholding (B)= (B1)+ (B2)</b>	<b>165718070</b>	<b>62.19</b>	<b>228418070</b>	<b>65.93</b>
	<b>Grand Total (A)+ (B)</b>	<b>266454000</b>	<b>100.00</b>	<b>346454000</b>	<b>100.00</b>



#### 4. The time within which the preferential issue shall be completed:

The Preferential Allotment is proposed to be completed within a period of 15(fifteen) days from the date on which the shareholder's approve the proposed preferential issue, provided that where the allotment is pending on account of pendency of any approval from any regulatory authority/body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval.

#### 5. The identity of the proposed allottees, the percentage of post preferential issue capital that may be held by them in the Company consequent to the preferential issue:

Particulars Name of Shareholders	Pre-issue		Post – issue (after allotment of Shares)	
	No. of Shares	%	No. of Shares	%
<b>A. Promoters</b>				
Rajkumari Kanodia	4675000	1.75	9175000	2.65
Sushil Kumar Kanodia	-	-	6800000	1.96
Radheshyam Kanodia (H U F)	200000	0.08	1700000	0.49
Sushil Kumar Kanodia (HUF)	148000	0.06	1648000	0.48
Samiksha Kanodia	740000	0.03	1574000	0.45
Akanksha Jatin Mehta	318000	0.12	1818000	0.52
<b>B. Acquirers (Public/Body Corporate)</b>				
Ajay Kanodia	-	-	10450000	3.02
Ritu Kanodia	-	-	10450000	3.02
Seema Kanodia	-	-	10450000	3.02
Sampoodevi Kanodia	-	-	10450000	3.02
Suryakant Kanodia	-	-	10450000	3.02
Suryakant Kanodia (HUF)	-	-	10450000	3.02

#### 6. Change in Control:

The Preferential Allotment to the allottees will not result in a change in the control of management of the Company.

#### 7. Company's undertaking:

The undertaking required under paragraphs (f) and (g) of Regulations 73 (1) of Chapter VII of the SEBI ICDR Regulations will not be applicable to the Company as the Company's Equity Shares have been listed on the Stock Exchange for a period exceeding the minimum period as specified under the Regulations 76(2) of The SEBI ICDR Regulations.

#### 8. Auditors' Certificate:

M/s. K.M. Garg & Co., Chartered Accountants, Mumbai, the Statutory Auditors of the Company has certified that the Preferential Allotment is being made in accordance with the requirement contained in Chapter VII of the SEBI ICDR Regulations. A copy of this certificate shall be placed before the shareholder's at the extraordinary general meeting and the same will also be made available for inspection at the registered office of the Company during the office hours on all working days except Saturday and Sunday between 11.00 a.m. to 1.00 p.m. up to the date of the EGM.

#### 9. Relevant Date:

The Relevant Date as per the SEBI (ICDR) Regulations for the determination of issue price of the equity shares to be allotted is fixed as 12<sup>th</sup> February, 2015 i.e. 30 days prior to the date of shareholders meeting proposed to be held on 14<sup>th</sup> March, 2015 to approve the proposed preferential issue, in terms of Section 62 of the Companies Act, 2013.

#### 10. Lock-in:

The equity shares to be allotted on preferential basis shall be subject to lock-in period as provided in the SEBI (ICDR) Regulations, for the time being in force i.e. for Promoters the shares shall be locked-in for a period of Three (3) years from the date of trading approval granted for the issued shares and for Non Promoters the shares shall be locked-in for a period of One (1) year from the date of trading approval granted for the issued shares.

#### 11. Dealing and Holding by the Investors:

The allotment of Equity Shares under Preferential Issue is subject to the Investor not having sold the Company's shares during the Six (6) months preceding the relevant date.

#### 12. Approvals:

The Company is taking necessary steps to obtain all the requisite approvals from all the appropriate authorities including Stock Exchange for the proposed Preferential Issue of equity shares of the Company.



**CERTIFIED TRUE COPY**  
For RAJ RAYON INDUSTRIES LIMITED

*Sutradhar*  
Company Secretary

**13. Report of Registered Valuer:**

No report of registered valuer is required for the offer, issue and allotment of the issue of shares under the provisions of first proviso to Rule 13(1) of the Companies (Share Capital and Debenture) Rules, 2014.

**14. Miscellaneous**

a. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the Listing Agreement with the Stock Exchange;

b. The Company has obtained the Permanent Account Number of the Allottee.

Your Directors recommend the Special Resolution as set out in the notice for your approval.

None of the Directors and Managers of the Company and Key Managerial Personnel and their relatives is concerned in any way or interested in the resolution except for their shareholding in the Company.

Place: Mumbai  
Date: 14<sup>th</sup> February, 2015

Registered Office:  
Survey No. 177/1/3,  
Village – Surangi, Dist – Silvassa,  
Dadra & Nagar Haveli (U.T.) – 396 230

By order of the Board of Directors

Sd/-  
Name: Gita Yadav  
Designation: Company Secretary  
Membership No: ACS- 23280



CERTIFIED TRUE COPY  
For RAJ RAYON INDUSTRIES LIMITED

*Gita Yadav*  
Company Secretary



**RAJ RAYON INDUSTRIES LIMITED**  
Regd. Office: Survey No. 177/1/3, Village – Surangi,  
Dist –Silvassa, Dadra & Nagar Haveli (U.T.) – 396 230  
CIN: L17120DN1993PLC000368

**ATTENDANCE SLIP**

I hereby certify that I am a registered member /proxy for the registered member of the company.

I hereby record my presence at the **Extraordinary General Meeting** of the Company on **Saturday, 14<sup>th</sup> March, 2015 at 11:00 a.m.** at registered office of the Company at **Survey No. 177/1/3, Village – Surangi, Dist –Silvassa, Dadra & Nagar Haveli (U.T.) – 396 230 (INDIA).**

**Name of the Attending Shareholder:** \_\_\_\_\_  
(In Block Letters)

**Name of the Proxy** : \_\_\_\_\_  
(If the proxy attends instead of the Shareholder)

**Signature of the Shareholder/ Proxy**

**Ledger Folio No:** \_\_\_\_\_

\* **D.P. ID** : \_\_\_\_\_

\* **Client ID** : \_\_\_\_\_

\* Applicable for persons holding shares in Electronic Form

**Notes:** Shareholders/ Proxy holders are requested to bring the Attendance Slips with them, duly completed and handover the same at the entrance of the Meeting Hall.



**CERTIFIED TRUE COPY**  
FOR RAJ RAYON INDUSTRIES LIMITED

*Sitayach*  
Company Secretary

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: L17120DN1993PLC000368

Name of the Company: RAJ RAYON INDUSTRIES LIMITED

Registered office: Survey No. 177/1/3, Village – Surangi, Dist –Silvassa, Dadra & Nagar Haveli (U.T.) – 396 230

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 name 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: \_\_\_\_\_

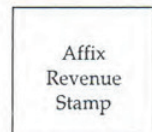
Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at **Extraordinary General Meeting** of the Company on **Saturday, 14<sup>th</sup> March, 2015 at 11:00 a.m.** at registered office of the Company at **Survey No. 177/1/3, Village – Surangi, Dist –Silvassa, Dadra & Nagar Haveli (U.T.) – 396 230 (INDIA)** and at any adjournment thereof in respect of such resolution as indicated below:

Resolution No.	Resolution	Optional *	
Special Business		For	Against
1.	Issue of 8,00,00,000 Equity Shares of ₹ 1/- each at par to selected persons (Promoter/ Non promoter ) on preferential basis pursuant to Section 42 & 62 of the Companies Act, 2013 and Rules made there under and Chapter VII of SEBI (ICDR) Regulations 2009.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015.



Signature of Shareholder

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.



**CERTIFIED TRUE COPY**  
For RAJ RAYON INDUSTRIES LIMITED

*(Signature)*  
Company Secretary



If undelivered, please return to :

**RAJ RAYON INDUSTRIES LIMITED**

5C- 196/197, Akshay Mittal Industrial Estate,  
Sakinaka, Andheri(East), Mumbai-400059

BY COURIER

Reason for Return, Please tick

Addressee

- Door Locked / Out of Station
- Left
- Not Known
- Not Claimed
- Expired
- Refused

Others

- No Such Person
- No Such Address
- Insufficient Address