



**AVI PRODUCTS INDIA LIMITED**  
**(CIN: L24200MH1989PLC050913)**  
**Regd Office: 110 MANISH INDL ESTATE NO 4, NAVGHAR ROAD,**  
**VASAI (EAST), DIST: PALGHAR - 401210**  
**Email: aviphotochem.com / Website: www.aviphoto.in. Contact No. 0250 239 0707**

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**NOTICE OF EXTRA ORDINARY GENERAL MEETING**

NOTICE is hereby given that the Extra Ordinary General Meeting of AVI Products India Limited will be held on Friday, 29<sup>th</sup> March, 2019 at 3.00 p.m. at 110, Manish Industrial Estate No 4, Navghar Road, Vasai (East), Dist: Palghar – 401210 to transact the following business:

**SPECIAL BUSINESS**

1. **RE-APPOINTMENT OF MR. PRADEEP HIMATLAL JOSHI (DIN NO: 02416091) AS AN INDEPENDENT DIRECTOR**

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and as recommended by Nomination and Remuneration Committee, Mr. Pradeep Himatlal Joshi (DIN No: 02416091), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of 5 consecutive years from April 1, 2019 till March 31, 2024.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s)/ Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

2. **RE-APPOINTMENT OF MR. PRADEEP GAURISHANKAR KUMAR (DIN NO: 06921912) AS AN INDEPENDENT DIRECTOR**

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and as recommended by Nomination and Remuneration Committee, Mr. Pradeep Gaurishankar Kumar (DIN No: 06921912), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed to hold office for five consecutive years for a term from April 1, 2019 to 31<sup>st</sup> March 2024, and whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s)/ Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Place: Vasai  
Date: 28.02.2019  
Registered Office  
110 Manish Industrial Estate No 4, Navghar Road, Vasai (East),  
Dist: Palghar – 401210

By Order of the Board of Directors  
For AVI Products India Limited  
Sd/-  
Avinash D. Vora  
Chairman  
Din No. 02454059



**Notes:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING.**
2. Pursuant to the provisions of the Companies Act, 2013 and the underlying rules viz. Companies (Management and Administration) Rules, 2014, 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 shares capital of the company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. Proxy shall not have a right to speak at the meeting and shall not be entitled to vote except on a poll.
3. The Proxy Form in order to be effective must be received at the registered office of the Company not less than 48 hours before the commencement of the Meeting.
4. Corporate members intending to send their authorised representatives to attend the meeting pursuant to Section 113 of Companies Act, 2013 ("the Act") are requested to send to the Company a certified copy of the Board resolution authorising their representatives to attend and vote on their behalf at the meeting.
5. Only registered Members of the Company or any proxy appointed by such registered Member may attend and vote at the Meeting as provided under the provisions of the Companies Act, 2013. In case any shareholder has voted electronically, then he/she can participate in the Meeting but shall not have a right to vote.
6. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting. The members are requested to get their shares dematerialized. The company's ISIN Code No. INE316O01021.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
8. In the general interest of the Members, it is requested of them to update their bank mandate / NECS / Direct credit details / name / address / power of attorney and update their Core Banking Solutions enabled account number:
  - For shares held in physical form: with the Registrar and Transfer Agent of the Company.
  - For shares held in dematerialized form: with the depository participant with whom they maintain their demat account.
9. An Explanatory Statement pursuant to section 102 of the Act in respect of Item no 1 and 2 of the Notice set out above is annexed hereto.
10. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, March 27, 2019 to Friday, March 29, 2019 (both days inclusive) for the purpose of Extra Ordinary General Meeting.
11. The Company has entered into necessary arrangement with National Securities Depository Limited (NSDL) to enable the Shareholders to dematerialize their shareholding in the Company for which they may contact the Depository Participant.
12. Notice of the Extra Ordinary Meeting of the Company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
13. In view of Go Green initiative being undertaken by the Company, members who have not yet registered their e-mail address so far are requested to register/update their e-mail addresses with the Company's RTA or with the Company at



[aviphotocem@gmail.com](mailto:aviphotocem@gmail.com). Shareholders holding shares in dematerialized form are requested to register their e-mail addresses and changes therein with the concerned Depositories through their Depository Participant.

14. Members are requested to mention their Folio Number/ Client ID/DP ID Number (in case of shares held in dematerialized form) in all their correspondence with the Company / Depository Participant in order to facilitate response to their queries promptly.
15. Members are requested to produce the enclosed attendance slip duly signed as per the specimen signature recorded with the Company/Depository Participant for admission at the entrance to the place of the meeting.
16. Members who are holding shares of the Company in physical form through multiple folios in identical order of names are requested to write to the Company, enclosing their share certificates, to enable the Company to consolidate their holdings in one folio.
17. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote, whether in person or by proxy.
18. Members are requested to contact the Company's RTA for reply to their queries/redressal of complaints.

Mr. Ganapati Haligouda, Associates of Link Intime India Private Limited  
C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai-400083.  
Phn No: 022-49186000, Email: [ganapati.haligouda@linkintime.co.in](mailto:ganapati.haligouda@linkintime.co.in)

19. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting, the relevant details of Director seeking re-appointment are provided as below:

<b>Name</b>	<b><u>MR. PRADEEP HIMATLAL JOSHI</u></b>	<b><u>PRADEEP GAURISHANKAR KUMAR</u></b>
Date of Birth	10/02/1955	29/06/1951
Directors Identification Number (DIN)	02416091	06921912
Age	64 Years	67 Years
Qualification	BSE	B.Tech, IIT Kanpur And MBA in Finance and Marketing
Expertise in Specific Area	Chemical Industry	Finance, Supply chain and operations Management
Date of first Appointment on board of the Company	31/01/1992	01/07/2014
Shareholding in AVI Products India Limited	9000	Not Applicable
Directorship held in other public Companies,(excluding Foreign and Private Companies)	Not Applicable	Not Applicable
Membership/Chairmanships of Audit and stakeholders relationship committees	Chairmanships in 3 Committees	Not Applicable

20. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules made thereunder will be available for inspection by the members at the Meeting.
21. The relevant documents referred to in this Notice are open for inspection at the Meeting and such documents will also be available for inspection in physical or in electronic form at the registered office and copies thereof shall also be available for inspection in physical or electronic form at the registered office from the date of dispatch of the Notice till the date of the Meeting on all working days, from 10 A.M TO 12 P.M., except Saturdays.



**22. Voting through electronic means:**

- I. In Compliance with the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015 ('Amendment Rules') and the regulation 44 of SEBI Listing Regulations, 2015, and Secretarial Standard, on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered at the Extra Ordinary General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Extra Ordinary General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility of voting through ballot or polling paper shall also be made available for the members at the Meeting who have not been able to vote electronically and who are attending the Meeting. The members who have casted their vote electronically would be entitled to attend the Meeting but would not be permitted to cast their vote again at the Meeting. The facility to vote by electronic voting system will not be provided at the Meeting.
- III. The remote e-voting period commences on Tuesday 26<sup>th</sup> March, 2019 at (9.00 A.M. IST) and ends on Thursday, 28<sup>th</sup> March, 2019 at (5.00 P.M. IST). During this period, members of the company holding shares either in physical form or in dematerialized form, as on Cut-off date on Friday, 22<sup>nd</sup> March, 2019 at (5.00 P.M. IST), may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting on Thursday, 28<sup>th</sup> March, 2019 at (5.00 P.M. IST). Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
- IV. A person who is not a member as on the cut-off date should treat the Notice for information purpose only.
- V. The details of the process and manner for remote e-voting are explained herein below:  
 Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>  
 Step 2: Cast your vote electronically on NSDL e-Voting system.

**Details on Step 1 are mentioned below:**

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example, if EVEN is 101456 and folio number is 001*** then user ID is 101456001***

5. Your password details are given below:



- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, click on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

#### **Details on Step 2 are mentioned below:**

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company, which is 110530.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to [anish@csanishgupta.com](mailto:anish@csanishgupta.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
  2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
  3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VI. If you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password/PIN for casting your vote.
  - VII. 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).



- VIII. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 22<sup>nd</sup> March, 2019.
- IX. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22<sup>nd</sup> March, 2019, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following tollfree no.: 1800-222-990.

- X. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting /voting at the AGM through ballot paper.
- XI. Mr. Anish Gupta FCS, (CP Registration No. 4092), Practising Company Secretary, has been appointed as the Scrutinizer to enable the voting and remote e-voting processes to be conducted in a fair and transparent manner.
- XII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” / “Polling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIII. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XIV. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.aviphotolab.in](http://www.aviphotolab.in) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
- XV. Route map giving directions to the venue of the meeting is annexed to the Notice.



**EXPLANATORY STATEMENT**

**PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013**

**Item No. 1 :-** To re-appoint Mr. Pradeep Himatlal Joshi (Din No: 02416091) as an independent director of the Company:

The Members of the Company, at the 25<sup>th</sup> Annual General Meeting held on Friday, 26<sup>th</sup> day of September, 2014 had approved the appointment of Mr. Pradeep Himatlal Joshi as an Independent Director of the Company, whose term is due to expire on 31<sup>st</sup> March, 2019.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company. In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Pradeep Himatlal Joshi, it is proposed to re-appoint him for the second term as an independent Director on the Board of AVI Products India Limited for a period of five years upto 31<sup>st</sup> March, 2024.

In the opinion of the Board, Mr. Pradeep Himatlal Joshi fulfils the conditions specified in the Act, he is independent of the management except for the above mentioned shareholding. Copy of the draft letter for appointment of Mr. Pradeep Himatlal Joshi as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Pradeep Himatlal Joshi as an Independent Director.

Accordingly, the Board recommends passing of the Resolution at Item No. 1 of the Notice as a Special Resolution. Except Mr. Dipakkumar Prataprai Pandya, being an appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 1.

**Item No. 2 :-** To re-appoint Mr. Pradeep Gaurishankar Kumar, Director (DIN: 06921912) as an Independent Director of the Company:

The Members of the Company, at the 25<sup>th</sup> Annual General Meeting held on Friday, 26<sup>th</sup> day of September 2014 had approved the appointment of Mr. Pradeep Gaurishankar Kumar as an Independent Director of the Company, whose term is due to expire on 31<sup>st</sup> March 2019.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company. In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Pradeep Gaurishankar Kumar, it is proposed to re-appoint him for the second term as an independent Director on the Board of AVI Products India Limited for a period of five years upto 31<sup>st</sup> March, 2024.

In the opinion of the Board, Mr. Pradeep Gaurishankar Kumar fulfills the conditions specified in the Act and he is independent of the management. Copy of the draft letter for appointment of Mr. Pradeep Gaurishankar Kumar as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Pradeep Gaurishankar Kumar as an Independent Director.

Accordingly, the Board recommends passing of the Resolution at Item No. 2 of the Notice as a Special Resolution. Except Mr. Pradeep Gaurishankar Kumar, being an appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 2.

**Place: Vasai**  
**Date: 28.02.2019**

By Order of the Board of Directors  
For **AVI Products India Limited**

**Registered Office**  
**110 Manish Industrial Estate No 4, Navghar Road, Vasai**  
**(East), Dist: Palghar – 401210**

**Avinash D. Vora**  
**Chairman**  
**Din No. 02454059**



**ATTENDANCE SLIP**

**AVI PRODUCTS INDIA LIMITED**

**Red Office: 110, Manish Industrial Estate No. 4, Navghar Road, Vasai (East), Palghar-401210**

**email: [aviphotochem@gmail.com](mailto:aviphotochem@gmail.com) website: [www.aviphoto.in](http://www.aviphoto.in)**

**CIN No. L24200MH1989PLC050913, Landline :- 0250-2393973**

<b>DP ID.*</b>	<b>Client ID*</b>	<b>Folio No.</b>	<b>No. of Share(s) held</b>

\* Applicable for members who are holding shares in dematerialized form

I hereby record my presence at the **Extra Ordinary General Meeting** of the Company on **Friday, 29th March, 2019 at 3.00 p.m.** at **110, Manish Industrial Estate No. 4, Navghar Road, Vasai (East), Palghar-401210.**

<b>Name of the Member(s)</b>	
<b>Signature of the Member</b>	
<b>Name of the Proxy</b>	
<b>Signature of the Proxy</b>	

*Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall.*





**PROXY FORM NO. MGT-11**

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

**AVI PRODUCTS INDIA LIMITED**

**Red Office: 110, Manish Industrial Estate No. 4, Navghar Road, Vasai (East), Palghar-401210**

**email: [aviphotochem@gmail.com](mailto:aviphotochem@gmail.com), website: [www.aviphoto.in](http://www.aviphoto.in)**

**CIN No. L24200MH1989PLC050913, Landline:- 0250-2393973**

Name of the Member(s)		
Registered Address:		
Email-Id:		
CLIENT ID/Folio No.		DP ID:

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

1.Name:.....Address:.....  
Email Id:.....,or failing him

2.Name:.....Address:.....  
Email Id:.....,or failing him

3.Name:.....Address:.....  
Email Id:.....,or failing him

and whose signature(s) are appended below 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 Friday, 29<sup>th</sup> March, 2019 at 3.00 p.m. at 110, Manish Industrial Estate No. 4, Navghar Road, Vasai (East), Palghar-401210** or at any adjournment thereof in respect of such resolutions as are indicated below.

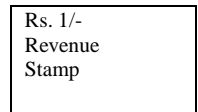
Resolution No.	Resolutions	TYPE OF RESOLUTION	NUMBER OF SHARE	FOR	AGAINST
1	<b>Re-appointment of Mr. Pradeep Himatlal Joshi (DIN No: 02416091) as an Independent Director</b>	Special			
2	<b>Re-appointment of Mr. Pradeep Gaurishankar Kumar (DIN No: 06921912) as an Independent Director</b>	Special			

Signed this.....day of .....2019.

Signature of Shareholder:.....

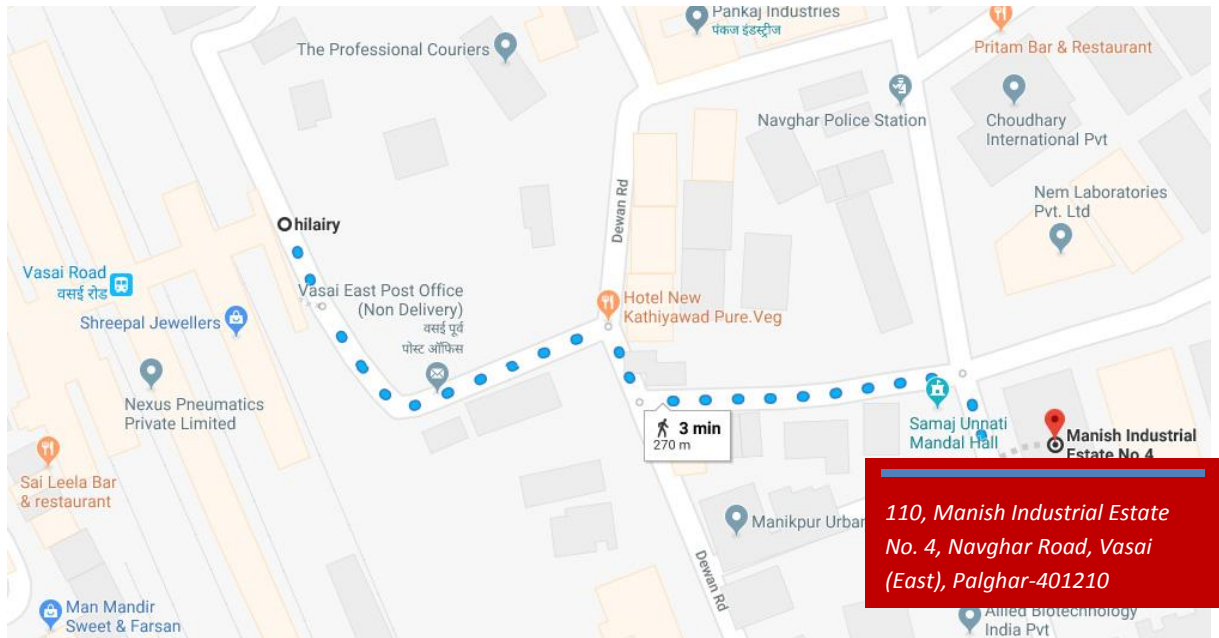
Signature of the Proxy Holder(s) (1) .....(2).....(3).....

Note: The proxy form must be deposited at the Registered office of the company not less than 48 hours before the time of the holding the meeting. The proxy need not be a member of the company.





**MAP FOR VENUE OF EXTRA ORDINARY GENERAL MEETING**





If, undelivered please return to:

**AVI PRODUCTS INDIA LIMITED**  
**(CIN:L24200MH1989PLC050913)**  
**110, Manish Industrial Estate No. 4, Navghar Road,**  
**Vasai (E), Dist.: Palghar- 401210, Maharashtra, India**