

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 23rd Annual General Meeting of the Shareholders of Tulsu Extrusions Limited will be held as under:

DAY: Wednesday

VENUE : Plot No. N - 99, M I D C Area, Jalgaon – 425 003, Maharashtra

DATE : September 27, 2017

TIME : 11.30 A.M.

To transact the following business:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, the Statement of Profit & Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Sanjay Kumar Taparia (Director Identification No. 01186470), who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendations of Audit Committee, M/s. Rakesh R. Kabra & Co., Chartered Accountants, Nasik be and are hereby appointed as Statutory Auditors of the Company, who shall hold office from the conclusion of this 23rd Annual General Meeting (AGM) till the conclusion of 24th AGM of the Company to be held in the year 2018, in place of M/s K. K. Kabra & Co. Chartered Accountants, Jalgaon, the retiring auditors of the Company upon completion of their term, on such terms as to remuneration as may be determined by the Board of Directors and reasonable out of pocket expenses actually incurred by them during the course of Audit”.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary for giving effect to this resolution.”

Registered Office:

Plot No. N - 99, M I D C Area
Jalgaon - 425 003
Maharashtra

By Order of the Board

Sanjay Kumar Taparia
Chairman & Managing Director

Dated: September 02, 2017

TULSI EXTRUSIONS LIMITED

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER.** A person can act as a 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 may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- Proxies in order to be effective, must be received at the registered office of the Company, duly completed and signed, not less than forty-eight hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of the Companies, Societies etc., must be supported by appropriate resolution/ authority, as applicable.
- The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 21, 2017 to Wednesday, September 27, 2017 (both days inclusive).
- In compliance with SEBI Circular No. D&CC/FITT/CIR-15/2002 dated December 27, 2002 read with circular No. D&CC/FITTC/CIR-18/2003 dated February 12, 2003, mandating a Common Agency for Share Registry Work (Physical & Electronic), the Company has already appointed Link Intime India Private Limited as the Registrar & Share Transfer Agents (RTA), having their office at C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083, Maharashtra.
- Pursuant to provisions of Section 124 and 125 of the Companies Act, 2013, dividends which remain unpaid or unclaimed for a period of 7 years, will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Shareholders who have not encashed the dividend warrant(s) so far for the financial year ended 31st March, 2010, are requested to make their claims to the Company or RTA. It may be noted that once the unclaimed dividend is transferred, on the expiry of seven years, to the Investor Education and Protection Fund, as stated here-in, no claim with the Company shall lie in respect thereof.
- Pursuant to provisions of Section 124(6) and IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended by IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2017, those shareholders who had not encashed any dividend warrant for seven consecutive years or more that their shares are liable to be transferred to DEMAT Account of IEPF Authority
- Members are requested to notify any change in their address immediately to the Registrar & Share Transfer Agent Link Intime India Private Limited office at C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083, Maharashtra quoting their folio number/DP Client ID number and Unit as 'Tulsi Extrusions Limited'.
- In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN card to the Company's RTA in the following cases viz. Transfer of shares, Deletion of name, Transmission of shares and Transposition of shares. Shareholders are requested to furnish copy of PAN card for all the above mentioned transactions.
- The Company has paid the listing fees for the financial year 2017-2018 to the Bombay Stock Exchange and the National Stock Exchange of India Ltd. where the securities of the Company are being listed and traded.
- Members are requested to address all correspondence, including dividend matters and other share related matters, to the Registrar and Share Transfer Agents, Link Intime India Private Limited office at C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083, Maharashtra quoting their folio number/DP Client ID number and Unit as 'Tulsi Extrusions Limited'.

11. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "Listing Regulations" in respect of the Directors seeking appointment / re-appointment at the Annual General Meeting, forms part of the notice. The Directors have furnished the requisite declarations for their appointment/ re-appointment in accordance with all applicable laws.
12. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the company of any change in address as soon as possible. The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the bank account details furnished by the shareholders/ Depositories for depositing of dividends.
13. Electronic copy of the Annual Report along with the Notice will be sent to the members whose email IDs are registered with the Company/ Depository Participant(s).
14. A Route Map showing direction to the venue of 23rd AGM is given in the Annual Report as per the requirement of the Secretarial Standards-2 on "General Meeting".
15. Members may also note that Notice of the 23rd Annual General Meeting and Annual Report 2016-17 will also be available on the Company's website www.tulsigroup.com for being downloaded. The physical copies of the aforesaid document will also be available at the Company's Registered Office for inspection during normal business hours on working days till the date of the meeting. Even after registering e-communication, members are entitled to receive such communication in physical form, upon making a request for the same. For any communication, the Shareholders may also send requests to the Company's investor email id: grievances@tulsigroup.com
16. Members may please bring the Admission Slip duly filled in and may hand over the same at the entrance to the Meeting Hall.
17. Members whose e-mail id are not yet updated in record(s) of RTA are requested to send the E-Communication Registration Form attached with the Annual Report duly filled, signed and completed in all respect to the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited office at C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083, Maharashtra quoting their folio number/DP Client ID number and Unit as 'Tulsi Extrusions Limited'.
18. Members are requested to bring the copy of the Annual Report sent to them.

19. VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Section 108 of the Companies Act, 2013 and with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide Members facility to exercise their votes through "remote e-voting (e-voting from a place other than venue of the AGM) and Ballot Form at AGM for all the resolutions detailed in the Notice of the 23rd Annual General Meeting Scheduled to be held on Wednesday, 27th September, 2017 at 11.30 AM. The Company has engaged the services of Central Depository Services (India) Limited (CDSL), as the authorized agency to provide the e-voting as per instruction below:

The Voting right of shareholders shall be in proportion to their share in the paid up equity capital of the Company as on Wednesday, 20th September, 2017 (cut-off date).

The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Ballot paper.

The Members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

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Kindly note that members can opt for only one form of voting i.e. either by Ballot Forms at AGM or through remote e-voting. If members are opting for remote e-voting then they should not vote by Ballot Forms and vice-versa.

However, in case of Members casting their vote both by Ballot Form and remote e-voting, then voting done through remote e-voting shall prevail and done by Physical Ballot shall be treated as invalid.

The Company has appointed **Adv. Mahima Mishra, Jalgaon** as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM (including voting through Ballot form) in fair and transparent manner.

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" for all those Members, who are present at the AGM, but have not cast their votes by availing remote e-voting facility.

The Scrutinizer shall after the conclusions of voting at AGM, 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 from the conclusion of the AGM, a consolidated Scrutinizer's Report of 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.

The result declared along with the report of the Scrutinizer shall be placed on the website of the Company www.tulsigroup.com in and on the website of CDSL, immediately after the declaration of result by the Chairman or a person authorized by him in writing. The result shall also be immediately forwarded to the Stock Exchanges.

The instructions for members for voting electronically are as under:

In case of members receiving e-mail:

- (i) The voting period begins on Sunday, 24th September, 2017 (9.00 AM) and ends on Tuesday, 26th September, 2017 (5.00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20th September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iii) Click on Shareholders.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> 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 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Ballot Form/mail) in the PAN field. In case the sequence 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. E.g. if your name is PUJA DADHICH with serial number 1 then enter PU00000001 indicated in the PAN field..
Date of Birth (DOB) OR Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <ul style="list-style-type: none"> If both 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 (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Tulsii Extrusions Limited on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

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- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to 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.
- (xx) 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.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- (A) Please follow all steps from SL No (i) to SL No (xix) above to cast vote.
- (B) The voting period begins on Sunday, 24th September, 2017 (09.00 AM) and ends on Tuesday, 26th September, 2017 (5.00 PM). During this period Shareholders of the Company, holding shares either in physical form, as on the cut-off date (record date) of 20th September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQ") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
- The Notice of AGM is placed on website of the Company viz. www.tulsigroup.com and also on the E-voting website of CDSL viz. www.evotingindia.com
20. Information required to be furnished under Regulation 36 of Listing Regulations, 2015. The particulars of Director who is proposed to be appointed/re-appointed is given below:

Mr. Sanjay Kumar Taparia (DIN 01186470) liable to retire by rotation at this AGM and being proposed for appointment. Given below is the abridged resume of the Director seeking appointment/re-appointment:

Name of the Director	Sanjay Kumar Taparia
Age	48
Qualification	Bachelor of Commerce (University of Calcutta)
Date of Appointment	April 20, 1995
Expertise	Marketing & overall management
No. of Shares held in Tulsi Extrusions Limited	3,71,695 Shares
Details of other Directorship	Director in Gopal Extrusions Pvt. Ltd.
Relationship with other Directors	No relation with any Director
Chairman / Members of Committee	Nil

Registered Office:

Plot No. N - 99, M I D C Area
Jalgaon - 425 003
Maharashtra

Dated: September 02, 2017

By Order of the Board

Sanjay Kumar Taparia
Chairman & Managing Director

TULSI EXTRUSIONS LIMITED

Registered Office: Plot No. N - 99, M I D C Area, Jalgaon – 425 003, Maharashtra
CIN: L29120MH1994PLC081182

ATTENDANCE SLIP

(Only Shareholders or the Proxies will be attend the meeting)

D.P ID	L.F. No.
Client ID	No. of Shares held

I / We hereby record my / our presence at the 23rd Annual General Meeting of the Company held at Plot No. N – 99, M I D C Area, Jalgaon – 425 003, Maharashtra on Wednesday, 27th September, 2017 at 11.30 A.M.

Name of Shareholder(s)
(in Block Letters) 1. _____ 2. _____ 3. _____

Signature of Shareholder(s) 1. _____ 2. _____ 3. _____

Name of Proxy holder(s)
(in Block Letters) 1. _____ 2. _____ 3. _____

Signature of Proxy holder 1. _____ 2. _____ 3. _____

*Applicable for investors holding shares in electronic form.

Note: Shareholders attending the meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue.

E- COMMUNICATION REGISTRATION FORM

Folio No./DP Id and Client ID: _____

Name of 1st Registered Holder _____

Name of Joint Holder(s) _____

Registered Address: _____

E-Mail address (to be Registered): _____

Mobile No. / Telephone No.: _____

I/We Shareholder(s) of Tulsi Extrusions Limited agree to receive communication from the Company in electronic mode. Please register my above e-mail ID for your records for sending communication through e-mail

Date:-----

Signature-----

(1st Holder only)

Note: Shareholder(s) are requested to keep the Company informed as and when there is any change in the e-mail address.

TULSI EXTRUSIONS LIMITED

Registered Office: Plot No. N - 99, M I D C Area, Jalgaon – 425 003, Maharashtra
CIN: L29120MH1994PLC081182

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 : L29120MH1994PLC081182
Name of the Company : Tulsi Extrusions Limited
Registered Office : Plot No. N – 99, M I D C Area, Jalgaon – 425 003, Maharashtra

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

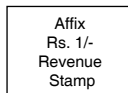
I/We, bring the member(s) of _____ shares of above named Company, hereby appoint:

- 1) _____ of _____ having e-mail ID _____ or falling him
- 2) _____ of _____ having e-mail ID _____ or falling him
- 3) _____ of _____ having e-mail ID _____ or falling him

as my/our Proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company to be held on Wednesday, 27th September 2017 at 11.30 AM at Plot No. N - 99, M I D C Area, Jalgaon – 425 003 and at any adjustment thereof in respect of such resolutions are indicated below:

Sl. No.	Resolutions	Optional*	
		For	Against
1	To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, the Statement of Profit & Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon (Ordinary resolution)		
2	To appoint a Director in place of Shri Sanjay Kumar Taparia (Director Identification No. 01186470), who retires by rotation and being eligible, offers himself for reappointment (Ordinary Resolution)		
3	Appointment of Auditors and fix their remuneration (Ordinary resolution)		

Signed _____ day of _____ 2017



Signature of Shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Notes:-

- 1) 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.
- 2) A proxy need not be a member of the Company.
- 3) 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 total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 4) * This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- 5) In the case of joint holders, the signatures of any one holder will be sufficient, but names of all the joint holders should be stated.

Route Map Showing Venue of AGM

