

March 2, 2016

The Secretary  
BSE Ltd.  
Corporate Relationship Dept.,  
14<sup>th</sup> floor, P. J. Tower,  
Dalal Street, Fort  
Mumbai - 400 001  
**Stock Code – 500331**

The Secretary  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E),  
Mumbai - 400 051  
**Stock Code - PIDILITIND**

Dear Sir,

**Re : Notice of Postal Ballot and Evoting**

Please find enclosed a copy of Notice of Postal Ballot and Evoting as sent to the shareholders for your record.

Postal Ballot / e-voting by members shall be available from Wednesday, 2<sup>nd</sup> March, 2016 at 9.00 a.m until Thursday, 31<sup>st</sup> March, 2016 at 5.00 p.m. The results will be declared on 2<sup>nd</sup> April, 2016 at 5.00 p.m.

Also attached is the copy of the newspaper advertisement which was published on 2<sup>nd</sup> March, 2016 for your record.

Thanking you,

Yours faithfully,  
for **Pidilite Industries Limited**

  
**Savithri Parekh**  
Secretary

**Pidilite Industries Limited**

**Corporate Office**  
Ramkrishna Mandir Road  
Andheri - E, Mumbai 400059, India

**Regd. Office**  
Regent Chambers, 7th Floor  
Jamnalal Bajaj Marg  
208 Nariman Point  
Mumbai 400 021

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F + 91 22 2835 7852  
www.pidilite.com  
CIN : L24100MH1969PLC014336



PIDILITE INDUSTRIES LIMITED

Registered Office: Regent Chambers, 7<sup>th</sup> Floor, Jamnalal Bajaj Marg, 208, Nariman Point, Mumbai 400 021.

Tel.: 91 22-2835 7000 Fax: 91 22-2821 6007

[Email:investor.relations@pidilite.co.in](mailto:investor.relations@pidilite.co.in) Website:[www.pidilite.com](http://www.pidilite.com)

CIN: L24100MH1969PLC014336

**NOTICE OF POSTAL BALLOT AND E-VOTING**

**NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 (“THE ACT”) READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 (“THE RULES”), OTHER APPLICABLE PROVISIONS, IF ANY, OF THE ACT (INCLUDING ANY STATUTORY MODIFICATION OR RE-ENACTMENT THEREOF FOR THE TIME BEING IN FORCE) AND REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**Dear Member(s),**

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the “Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (**“the Rules”**), including any statutory modification or re-enactment thereof for the time being in force, to consider and pass the two Resolutions appended hereto as ‘Special Resolutions’ by way of Postal Ballot (including remote e-voting). The said Resolutions pursuant to Section 62(1)(b) of the Act and Explanatory Statement setting out the material facts pertaining to the said Resolutions as required under Section 102 of the Act and the Rules made thereunder and applicable provisions of Securities And Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 is annexed hereto along with the Postal Ballot Form (the “Form”) for your consideration.

The Board of Directors of the Company (“the Board”) has appointed Shri M M Sheth (FCS No.1455 and CP No. 729), Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot (including remote e-voting) in a fair and transparent manner.

You are requested to peruse the proposed Resolutions alongwith the Explanatory Statement and read carefully the instructions forming part of this Notice and return the Form duly filled and signed (at the marked places in the Form) alongwith Assent (FOR) or Dissent (AGAINST) for the said Resolutions, in the attached self-addressed, business reply envelope, so as to reach the Scrutinizer before the closing of working hours (5.00 p.m IST) on Thursday, 31<sup>st</sup> March, 2016. Please note that any Form(s) received after the said date and time will be strictly treated as if no reply has been received.

Members having shares in demat form and in physical form may vote either by way of Postal Ballot or by way of remote e-voting. For this purpose, the Company has engaged the services of National Securities Depository Limited (NSDL). In case a Member has voted through remote e-voting facility, he/she is not required to send the physical Postal Ballot Form. In case a Member votes through remote e-voting facility as well as sends his/her vote through physical Postal Ballot Form, the vote cast through remote e-Voting shall only be considered and the voting through physical postal ballot shall not be considered by the Scrutinizer.

The remote e-voting facility is available at the link [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Please refer the instructions for remote e-voting given after the Proposed Resolutions for the process and the manner in which remote e-voting is to be carried out.

The Scrutinizer will submit his report to the Chairman or any other Director of the Company after completion of the scrutiny of the postal ballots (including remote e-voting). The results of the Postal Ballot (including remote e-voting) would be announced by the Chairman or any other Director of the Company on Saturday, 2<sup>nd</sup> April, 2016 at 5.00 p.m at the Registered Office of the Company. The said results would be displayed at the Registered Office of the Company, intimated to NSDL and the Stock Exchanges where the Company’s shares are listed and displayed alongwith the Scrutinizer’s Report on the Company’s website [viz. www.pidilite.com](http://www.pidilite.com).

**SPECIAL BUSINESS:**

**Resolution No. 1**

**Approval of Employee Stock Option Plan 2016 (ESOP 2016)**

**To consider and, if thought fit, to give assent or dissent, to the following resolution to be passed as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and in accordance with the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (“SEBI SBEB Regulations”), and subject further to such other approvals, permissions and sanctions as may be necessary and such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the approval of the

Company be and is hereby accorded to the introduction and implementation of 'Pidilite Industries Limited - Employee Stock Option Plan 2016' (hereinafter referred to as "ESOP 2016" or the "Scheme") authorising the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, including the Nomination & Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution) to create, grant, offer, issue and allot from time to time, in one or more tranches, not exceeding 45,00,000 (Forty Five Lacs only) Employee Stock Options to or for the benefit of such person(s) who are in permanent employment of the Company, in India or out of India including any Director thereof, whether whole time or otherwise (other than Promoters of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding Equity Shares of the Company), as may be decided by the Board under ESOP 2016, exercisable into not more than 45,00,000 (Forty Five Lacs) equity shares of face value of Re. 1/- (Rupee one) each fully paid-up, on such terms and in such manner as the Board may decide in accordance with the provisions of the applicable laws and the provisions of ESOP 2016."

**"RESOLVED FURTHER THAT** the equity shares so issued and allotted as mentioned herein before shall rank *pari passu* with the then existing equity shares of the Company."

**"RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, if any additional equity shares are issued by the Company to the option grantees for the purpose of making a fair and reasonable adjustment to the options granted earlier, the ceiling on the number of options mentioned in the resolution above, shall be deemed to be increased to the extent of such additional equity shares issued."

**"RESOLVED FURTHER THAT** in case the equity shares of the Company are split or consolidated, then the number of shares to be allotted and the exercise price payable by the option grantees under the Scheme shall automatically stand augmented or reduced in the same proportion as the present face value of Re.1 per equity share bears to the revised face value of the equity shares of the Company after such split or consolidation, without affecting any other rights or obligations of the said grantees."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to take requisite steps for listing of the Equity Shares allotted under ESOP 2016 on the Stock Exchanges where the Equity Shares of the Company are listed."

**"RESOLVED FURTHER THAT** the Company shall conform to the accounting policies prescribed from time to time under the SEBI SBEB Regulations and any other applicable laws and regulations to the extent relevant and applicable to ESOP 2016."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate ESOP 2016 subject to compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deems fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the members and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of ESOP 2016 and do all other things incidental to and ancillary thereof."

**"RESOLVED FURTHER THAT** the Board, be and is hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including authorizing the Board to appoint Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of ESOP 2016 as also to make applications to the appropriate Authorities, for their requisite approvals as also to initiate all necessary actions for and to settle all such questions, difficulties or doubts whatsoever that may arise and take all such steps and decisions in this regard."

## **Resolution No. 2**

### **Approval of grant of options to the Employees / Directors of its Subsidiary Company/ies under ESOP 2016**

**To consider and, if thought fit, to give assent or dissent, to the following resolution to be passed as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and in accordance with the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("SEBI SBEB Regulations"), and subject further to such other approvals, permissions and sanctions as may be necessary and such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the approval of the Company be and is hereby accorded to the introduction and implementation of 'Pidilite Industries Limited - Employee Stock Option Plan 2016' (hereinafter referred to as "ESOP 2016" or the "Scheme") authorising the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, including the Nomination & Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution) to create, grant, offer, issue and allot from time to time, in one or more tranches, not exceeding, 2,50,000 (Two Lac Fifty Thousand only) Employee Stock Options to or for the benefit of such person(s) who are in permanent employment of the

any of existing and future Subsidiary Company(ies) of the Company whether in or outside India (hereinafter referred to as "Eligible Employees") including any Director thereof, whether whole time or otherwise (other than Promoters of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding Equity Shares of the Company), as may be decided by the Board under ESOP 2016, exercisable into not more than 2,50,000 (Two Lac Fifty Thousand) equity shares of face value of Re. 1/- (Rupee one) each fully paid-up, (within an overall ceiling of 45,00,000 (Forty Five Lacs) Employee Stock option exercisable into equity shares of face value of Re. 1/- (Rupee one) each as mentioned in Special resolution at Serial no. 1 of this Notice ), on such terms and in such manner as the Board may decide in accordance with the provisions of the applicable laws and the provisions of ESOP 2016."

**"RESOLVED FURTHER THAT** the equity shares so issued and allotted as mentioned herein before shall rank *pari passu* with the then existing equity shares of the Company."

**"RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, if any additional equity shares are issued by the Company to the option grantees for the purpose of making a fair and reasonable adjustment to the options granted earlier, the ceiling on the number of options mentioned in the resolution above, shall be deemed to be increased to the extent of such additional equity shares issued."

**"RESOLVED FURTHER THAT** in case the equity shares of the Company are split or consolidated, then the number of shares to be allotted and the exercise price payable by the option grantees under the Scheme shall automatically stand augmented or reduced in the same proportion as the present face value of Re.1 per equity share bears to the revised face value of the equity shares of the Company after such split or consolidation, without affecting any other rights or obligations of the said grantees."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to take requisite steps for listing of the Equity Shares allotted under ESOP 2016 on the Stock Exchanges where the Equity Shares of the Company are listed."

**"RESOLVED FURTHER THAT** the Company shall conform to the accounting policies prescribed from time to time under the SEBI SBEB Regulations and any other applicable laws and regulations to the extent relevant and applicable to ESOP 2016."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate ESOP 2016 subject to compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deems fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the members and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of ESOP 2016 and do all other things incidental to and ancillary thereof."

**"RESOLVED FURTHER THAT** the Board, be and is hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including authorizing the Board to appoint Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of ESOP 2016 as also to make applications to the appropriate Authorities, for their requisite approvals as also to initiate all necessary actions for and to settle all such questions, difficulties or doubts whatsoever that may arise and take all such steps and decisions in this regard."

By Order of the Board  
For **Pidilite Industries Limited**

**Savithri Parekh**  
Sr. Vice President – Legal & Secretarial

Place: Mumbai  
Date: February 12, 2016

## NOTES:

1. The Explanatory Statement and reasons for the proposed Special Resolutions pursuant to Section 102 of the Act setting out material facts are appended to the Notice. Notice shall also be available on the website of the Company [www.pidilite.com](http://www.pidilite.com).
2. The Notice is being sent to all the Members, whose names appear in the Register of Members/list of Beneficial Owners, received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on Friday, 19<sup>th</sup> February, 2016.
3. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on Friday, 19<sup>th</sup> February, 2016.
4. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Rules and also Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-voting facility ("remote e-voting") for its members to enable them to cast their votes electronically. For this purpose, the Company has signed an agreement with the National Securities Depository Limited (NSDL) for facilitating remote e-voting. Members have option to vote either through remote e-voting or through the physical Postal Ballot Form. If a member has opted for remote e-voting, then he/she should not vote by physical postal ballot also and vice-versa. However, in case members cast their vote both via physical postal ballot and remote e-voting, then voting through remote e-voting shall prevail and voting done by postal ballot shall be treated as invalid.

### 5. The instructions and other information for remote e-voting are as under:

- (a) The remote e-voting period commences from Wednesday, 2<sup>nd</sup> March, 2016 at 9.00 a.m. and ends at 5.00 p.m on Thursday 31<sup>st</sup> March, 2016 (both days inclusive). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form as on 19<sup>th</sup> February, 2016 (cut-off date) may cast their vote through postal ballot or remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall be not allowed to change/modify it subsequently or cast the vote again.
- (b) The voting rights of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on 19<sup>th</sup> February, 2016 the cut off date.
- (c) In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
  - (i) Open email and open PDF file viz; "Pidilite Industries remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
  - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
  - (iii) Click on Shareholder - Login
  - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
  - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of remote e-voting opens. Click on remote e-Voting: Active Voting Cycles.
  - (vii) Select "EVEN" (Electronic Voting Event Number) of Pidilite Industries Limited.
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) The Institutional shareholders (i.e. Other than individuals, HUF, NRI etc) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [shethmm\\_cs@yahoo.co.in](mailto:shethmm_cs@yahoo.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

- (d) **In case a Member receives physical copy of the Notice of Postal Ballot [for members whose email IDs are not registered with the Company/Depositories.]**
- (i) Initial password is provided in the enclosed Ballot Form: EVEN (E-Voting Event Number), user ID and password.
  - (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.
- (e) The Scrutinizer will submit his report to the Chairman or any other Director of the Company after completion of the scrutiny of the postal ballots (including remote e-voting). The results of the Postal Ballot (including remote e-voting) would be announced by the Chairman or any other Director of the Company on Saturday, 2<sup>nd</sup> April, 2016 at the Registered Office of the Company. The said results would be displayed at the Registered Office of the Company, intimated to NSDL and the Stock Exchanges where the Company's shares are listed and displayed alongwith the Scrutinizer's Report on the Company's website [viz. www.pidilite.com](http://www.pidilite.com).
6. In case of any queries, please refer to "Frequently Asked Questions" (FAQs) for members and "remote e-voting user manual for members" available at the "Downloads" section of the website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. : 1800-222-990
7. 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 have forgotten 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 toll free no.: 1800-222-990.

## **EXPLANATORY STATEMENT**

### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as the "Act"):**

Combined Explanatory Statement in relation to Special Resolution Nos. 1 and 2 of Notice for approval of 'Pidilite Industries Limited - Employee Stock Option Plan 2016' (ESOP 2016) and grant of options to the permanent employees/directors of the Company and also to the employees / directors of the Subsidiary Company/ies under ESOP 2016

With the objective of rewarding and motivating employees and also to attract and retain the best talent, the Company proposes to grant stock options to its present and future permanent employees (in India or outside India ) and directors (whether wholetime or not) and present and future permanent employees and directors (whether wholetime or not) of its subsidiary companies (in India or outside India ), subject to the employees meeting the eligibility criteria and on such other terms as may be determined by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, including the Nomination & Remuneration Committee)

In accordance with the terms of these resolutions and ESOP – 2016, the options would be granted in one or more tranches as may be decided by the Board, from time to time.

The Company seeks members' approval in respect of ESOP 2016 and grant of Stock Options to the eligible employees of the Company as decided in this behalf from time to time in due compliance of Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("SEBI SBEB Regulations").

The main features of the ESOP 2016 are as under:

#### **a) Brief description of the Scheme:**

The Company proposes to introduce ESOP 2016 for the benefit of the present and future permanent employees (in India or outside India) and directors (whether wholetime or not) and present and future permanent employees and directors (whether wholetime or not) of its subsidiary companies (in India or outside India) and such other eligible persons as may be determined as per SEBI SBEB Regulations. Options granted under the Scheme shall vest on satisfaction of vesting conditions which can thereafter be exercised resulting in allotment of equity shares of the Company.

The Nomination & Remuneration Committee ("Committee") of the Company shall be the Compensation Committee for administration of ESOP 2016. All questions of interpretation of the ESOP 2016 shall be determined by the Committee and such determination shall be final and binding.

**b) Total number of Options to be granted:**

The total number of options to be granted under ESOP 2016 shall not exceed 45,00,000 (Forty Five Lacs) options. Each option when exercised shall be converted into one Equity Share of Re.1 (Rupee One) each fully paid-up.

The SEBI SBEB Regulations require that in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, a fair and reasonable adjustment needs to be made to the options granted. In this regard, the Committee shall adjust the number and price of the options granted in such manner that the total value of the options granted under ESOP 2016 remain the same after any such corporate action. Accordingly, if any additional options are issued by the Company to the option grantees for making such fair and reasonable adjustment, the ceiling of 45,00,000 shall be deemed to be increased to the extent of such additional options issued.

**c) Identification of classes of employees entitled to participate in ESOP 2016:**

Following classes of employees are entitled to participate in ESOP 2016:

- a. Permanent employees of the Company working in India or out of India;
- b. Directors of the Company, whether wholtime or not ; and
- c. Permanent employees and Directors of the Subsidiary Company/ies working in India or out of India

Following persons are not eligible:

- a. an employee who is a Promoter or belongs to the Promoter Group;
- b. a Director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding Equity Shares of the Company; and
- c. an Independent Director within the meaning of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**d) Requirements of vesting and period of vesting:**

All the options granted on any date shall vest not earlier than **1 (one) year** and not later than a maximum of **6 (Six) years** from the date of grant of options. The Committee may extend, shorten or otherwise vary the vesting period from time to time, in accordance with the applicable laws and in the interest of the option grantee.

The vesting dates in respect of the options granted under the Scheme may vary from employee to employee or any class thereof and/or in respect of the number or percentage of options granted to an employee.

Options shall vest essentially based on continuation of employment and apart from that the Board or Committee may prescribe achievement of any performance condition(s) for vesting.

**e) Maximum period within which the options shall be vested:**

All the options granted on any date shall vest not later than a maximum **6 (six) years** from the date of grant of options.

**f) Exercise price or pricing formula:**

The exercise price shall be Re. 1/- per option or such other higher price as may be fixed by the Board or Committee.

**g) Exercise period and the process of Exercise:**

The vested options shall be allowed for exercise on and from the date of vesting. The vested options need to be exercised within a maximum period of 3 (three) years from the date of vesting of such options.

The vested Option shall be exercisable by the employees by a written application to the Company expressing his/ her desire to exercise such vested Options in such manner and on such format as may be prescribed. The vested Options shall lapse if not exercised within the specified exercise period.

**h) Appraisal process for determining the eligibility of employees under ESOP 2016:**

The appraisal process for determining the eligibility shall be decided from time to time by the Committee.

**i) Maximum number of Options to be issued per employee and in aggregate:**

The maximum number of options that may be granted per employee of the Company under the ESOP 2016, in any financial year under the ESOP 2016 shall be less than 1% of the issued Equity Share Capital (excluding outstanding warrants and conversions) of the Company at the time of grant.

**j) Maximum quantum of benefits to be provided per employee under the ESOP 2016:**

The maximum quantum of benefits underlying the options issued to an eligible employee shall be equal to difference between the option Exercise price and the Market price of the shares on the exercise date.

**k) Route of Scheme implementation:**

The Scheme shall be implemented and administered directly by the Company.

**l) Source of acquisition of shares under the Scheme:**

The Scheme contemplates fresh/new issue of shares by the Company.

**m) Amount of loan to be provided for implementation of the scheme(s) by the Company to the trust, its tenure, utilization, repayment terms, etc.:**

This is not contemplated under the present Scheme.

**n) Maximum percentage of secondary acquisition:**

This is not relevant under the present Scheme.

**o) Accounting and Disclosure Policies:**

The Company shall follow the Guidance Note on Accounting for Employee Share-based Payments and/or any relevant Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India (ICAI) from time to time, including the disclosure requirements prescribed therein as per Regulation 15 of SEBI SBEB Regulations.

**p) Method of option valuation:**

The Company shall adopt the intrinsic value method of valuation of options.

**q) Declaration:**

In case the Company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' Report and the impact of this difference on profits and on Earning Per Share of the Company shall also be disclosed in the Directors' Report.

Consent of the members is being sought by way of Special Resolutions pursuant to Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and as per Regulation 6 of the SEBI SBEB Regulations.

A draft copy of the ESOP 2016 is available for inspection at the Company's Registered Office / Corporate Office from Wednesday, 2<sup>nd</sup> March, 2016 from 9:30 AM to 05:00 PM on all working days (excluding Saturdays, Sundays and Holidays) till Thursday, 31<sup>st</sup> March 2016.

None of the Directors and Key Managerial Personnel of the Company including their relatives are interested or concerned in the resolution, except to the extent of their entitlements, if any, under the Scheme.

In light of the above, you are requested to accord your approval to these two Special Resolutions.

By Order of the Board  
For **Pidilite Industries Limited**

**Savithri Parekh**  
Sr. Vice President – Legal & Secretarial

Place: Mumbai  
Date: February 12, 2016



### BRIHANMUMBAI MAHANAGARPALIKA

#### E-TENDER NOTICE

DEPARTMENT	Asstt. Commissioner 'L' Ward
SECTION	A. E. (Maint) 'L' Ward
TENDER NO.	7100071046
SUBJECT	Carry out total station survey along Buddha Colony junction of SCLR to Kurla Railway Station Platform no. 1 in 'L' ward
SALE OF FORMS	Dt.02.03.2016 Time 10.30 onwards
	Dt. 02.03.2016 Time upto 16.00
WEBSITE	http://portal.mcgm.gov.in
CONTACT PERSON	A.E. (Maint) 'L' Ward
A) Name	Shri Anis Ayub Khan
B) Telephone (Off.)	022 - 26505103
C) Mobile No.	9867796184
D) E Mail Address	Ae01.l@mcgm.gov.in

Sd/-  
Asstt. Commissioner 'L' Ward

**PRO/2057/ADV/2015-16**  
**Cleanliness is next to Godliness**

### Gujarat Informatics Limited

Block No.1, 8th Floor, Udyog Bhawan, Sector 11, Gandhinagar-382010 (Gujarat)  
Phone:079-23256022, Fax:079-23238925 Website: http://gil.gujarat.gov.in

#### NOTICE INVITING BIDS

GIL invites Physical Bids for 24" or Higher Monitors for Drainage Division & Flood Control Cell on behalf of Office of the Executive Engineer, Gandhinagar (Tender No. HWT290216351). Interested parties may visit <http://gil.gujarat.gov.in> for eligibility criteria & more details about the bid.

- Managing Director

### STEEL AUTHORITY OF INDIA LIMITED

#### DURGAPUR STEEL PLANT

Durgapur-713203, (W.B.)

#### OPEN TENDER NOTICE

Sealed Tenders are invited for Lining Breaking Machine for SMS (Tender No. DSP/PUR/PC/SMS/LBM/1828 dated 27.02.16). Tender documents are available for sale from 29.02.16 to 28.03.16 against cost of Rs. 2000. Due date for submission is 29.03.16. EMD is Rs. 5 lakhs. For further details, please visit our website <https://www.saitenders.co.in>

Registered Office: Ispat Bhawan, Lodi Road, New Delhi 110 003  
Corporate Identity Number : L27109DL1973G01006454, Website: www.saitl.co.in

**There's a little bit of SAIL in everybody's life**

#### NOTICE

Notice is hereby given that the certificate(s) for 705 equity shares standing in the name(s) of the following shareholder(s) have been Lost and applications have been received by us for issue of duplicate certificate(s) of Colgate - Palmolive (India) Limited.

Name of the holder(s)	Distinctive Numbers	No of Shares
HARESH PANDYA GITA PANDYA H J PANDYA PURVI PANDYA	137102434-137102818	385
	137164571-137164890	320

Any person(s) who has/have a claim in respect of the said shares should lodge such claim with the Company at its Registered Office: Colgate - Palmolive (India) Ltd, Colgate Research Centre, Hiranandani Gardens Powai Mumbai 400 076, within 21 days from the date of publication of this notice else the Company will proceed to issue duplicate certificate(s).

For SHAREPUR SERVICES (INDIA) PVT LTD  
(MR. G.R.RAO)

DATE : 01.03.2016

### ASSAM POWER DISTRIBUTION COMPANY LTD.

#### NIT NO. CGM (PP&D)/APDCL/Power transformer/3-Schemes/2016

The Chief General Manager (PP&D), Assam Power Distribution Co. Ltd. (APDCL) Bijulee Bhawan, Paltanbazar, Guwahati-1, invites tenders from reputed manufacturers with proven track record for design, manufacture, testing, supply and despatch at site for 7 (seven) nos. of 33/11 KV, 10 MVA, Power transformer under Annual Plan and TDF scheme.

Details may be seen in the website [www.apdcl.gov.in](http://www.apdcl.gov.in)

Chief General Manager (PP&D),  
APDCL, 6<sup>th</sup> floor, Bijulee Bhawan,  
Paltan bazaar, Guwahati-781001

SA/2016/19

### Edelweiss

#### EDELWEISS ASSET RECONSTRUCTION CO. LTD.

Edelweiss House, Off C.S.T Road, Kalina, Mumbai - 400 098.

#### NOTICE

Edelweiss Asset Reconstruction Company Ltd. (EARC) invites Expression of Interest (EOI) from Qualified Interested Bidders (QIBs) as specified under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI Act), for purchasing Security Receipts (SRs) subscribed by EARC over and above the regulatory minimum required to be held by EARC, in various Trusts constituted by EARC as Trustee under section 7(2) of SARFAESI Act for acquiring financial assets from Banks & Financial Institutions.

Interested QIBs may send an email to Meghraj.deshmukh@edelweissfin.com attaching a letter of EOI and proof of eligibility for subscription to SRs, as stipulated by SARFAESI Act and/or Regulatory Guidelines on or before March 08, 2016. Further steps in respect of aforesaid sale of SRs shall be advised on satisfactory submission of EOI.

Authorised Officer  
Edelweiss Asset Reconstruction Company Ltd.

### BHARAT SANCHAR NIGAM LIMITED

(A Govt. of India Enterprise)  
Telecom Factory Gopalpur, Kolkata - 143

#### No. - TFGP/NIT/2015-16/11, Dated : 09.02.2016

#### NOTICE INVITING TENDER

Electronic (Online) Tenders are invited by the CGM, BSNL, TF Kolkata Circle for the procurement of following items. Details are as furnished below.

Sl No.	Tender No	Item to be supplied	Qty	Estimated cost in Rs
01	TFGP-PR-E Tender-15-0016	Fibre Glass Rovings 2400 Tex, conforming to IS: 11320-1997	185 MT	2,07,36,650/-
02	TFGP-PR-E Tender-15-0018	Annealed Copper Wire 0.5mm dia (+0.01mm) conforming to IS-613-2000	50 MT	2,37,85,500/-

i. Last date & time for online submission of tenders is 29.03.2016 up to 11.00 A.M

ii. Last date & time for submission of offline document is 28.03.2016 up to 12.00 P.M.

For further detailed information, kindly visit our website [www.tfkolkata.bsnl.co.in](http://www.tfkolkata.bsnl.co.in) & e-procurement portal [www.tenderwizard.com/BSNLTOL](http://www.tenderwizard.com/BSNLTOL)

Tele No. 033-24016177, Fax No. 033-24016178  
For General Manager  
BSNL, Telecom Factory, Gopal

### Trading tip: BUY

**GURUS CHAOS**

Buy online at [books.business-standard.com](http://books.business-standard.com)  
AVAILABLE IN ALL LEADING BOOK STORES.

### EAST CENTRAL RAILWAY

#### CORRIGENDUM

Corrigendum Notice No. W.584/DHN/2015-16/Open/64: Dhanbad, dt. 29.02.2016

It is further to notify that the item No. 06, 07 & 08 of Tender Notice No. W.584/DHN/2015-16/Open/64 dated 04.02.2016 is hereby dropped due to administrative reason.

DRM (Engineering)  
PR/1681/DHN/C12 E. C. Railway/Dhanbad

#### PUBLIC NOTICE

NOTICE is hereby given that the share certificate nos.44 for 5 (five) ordinary shares bearing Distinctive no. 156 to 160 of Riddhi Siddhi Vridhii Co-op Housing society Ltd, Versova Village, Yari Road, Andheri West, Mumbai, standing in the names of Shri Sanjay Saxena and Shri Abhay Saxena have been reported lost/ stolen and that an application for issue of Duplicate Certificate in respect thereof has been made to the society to whom objection if any, against issuance of such Duplicate Share Certificate should be made within 14 days from the date of publication of this notice. Share certificate is not mortgaged nor any loan taken against the flat.

### इंडियन बैंक

#### Indian Bank

Inspection Department, Corporate Office,  
254-260, Avai Shanmugam Salai, Royapettah,  
Chennai - 600 014. Ph : 044-28134031

Indian Bank is interested in procuring an Anti Money Laundering Solution. Request for Proposal (RFP) document is available in our website. Interested parties may refer to the Bank's website: [www.indianbank.in](http://www.indianbank.in) for details.

GENERAL MANAGER (I & C)

### NRL

#### NUMALIGARH REFINERY LIMITED

(A Govt. of India Enterprise)  
REFINERY DIVISION

**NIT NO. - OC01000127**  
**JOB NAME :** Supply of 10 Micron Cartridge filter for ATF loading Gantry at NRL

**NIT NO. - OC01000128**  
**JOB NAME :** Supply of Demisters for SRU at NRL

**Bid submission end date & time:** 21.3.2016 before 11.00 a.m & Bid opening date & time: 22.3.2016 after 11.00 A.M. (<http://eprocure.gov.in> / [eprocure/app](http://eprocure/app))

**email id:** [prasanta.barman@nrl.co.in](mailto:prasanta.barman@nrl.co.in)  
**Ph:** 03776-265482; Fax-265514.

For all tenders upto Rupees Five lakhs and details of tender and subsequent corrigendum, addendum (if any), please look for details in the websites [www.nri.co.in](http://www.nri.co.in) / [www.tenders.gov.in](http://www.tenders.gov.in)

#### NOTICE

Notice is hereby given that the following Sub-Broker is no longer affiliated as sub-broker of Magnum Equity Broking Limited & SEBI Regd No. INB011123552 trading member of Bombay Stock Exchange Ltd. & SEBI Regd No. INB230652939 trading member of National Stock Exchange of India Limited Having registered office at D-30, Empire Mahal 806, Dr. B. A. Road, Dadar TT, Mumbai 400014. Any person henceforth dealing with below mentioned sub-broker should do so at their own risk. Magnum Equity Broking Limited shall not be liable for any dealings with them.

Sub-Broker Trade Name: Goldleaf Securities BSE SB SEBI Regd. No: INS019283121/01-11235 BSE Regd. Date: 30-06-2010  
NSE SB SEBI Regd No.: INS239070126/23-06529 NSE Regd. Date: 04-05-2010  
Reg. office Address: 202/G, 2nd Floor, Bhattach Tower, Kora Kendra, Kora Kendra Road, Borivali (West), Mumbai - 400092

By order of Board of Director  
Magnum Equity Broking Limited  
Mr. Jiten J. Chhedra

#### PUBLIC NOTICE

Notice is hereby given to public at large that MRS. MANJUJA CHAMPKAL KACHARIA & MR. AJAY CHAMPKAL KACHARIA, have applied for transfer of Flat No.B/701, 7<sup>th</sup> Floor, Umang Co-operative Housing Society Ltd., Mathura Extension Road, Kandivli (West), Mumbai 400 067, and Share Certificate No.069 consisting of five fully paid up shares of Rs.50/- each bearing Distinctive Nos. from 341 to 345 (both inclusive) from the name of Late MR. CHAMPKAL MOOLJI KACHARIA, died on 17<sup>th</sup> October, 2015 in their names after completion of necessary formalities.

All persons who have any claim, right, title and/or interest or demands to in or against the said property by way of sale, mortgage, charge, trust, lien, possession, gift, inheritance, maintenance, lease, attachment or otherwise howsoever is hereby required to make the same known in writing to the undersigned at her address at Shop No.14, Akruiti Apartments, Mathuradas Road, Kandivli (West), Mumbai 400 067, and the Secretary of Umang Co-operative Housing Society Ltd., within 15 days from the date hereof, otherwise if any claim comes forward hereafter will be considered as waived and/or abandoned and Flat No.B/701 will be transferred in the names of MRS. MANJUJA CHAMPKAL KACHARIA & MR. AJAY CHAMPKAL KACHARIA.

Place : Mumbai., Dated : 01/03/2016.

Sd/-  
(Rashida Y. Laxmidhar) Advocate

### बैंक ऑफ इंडिया

#### Bank of India

Relationship beyond banking

NAVI MUMBAI ZONAL OFFICE:  
C/o. MDI Building, Ground Floor, Plot No.30, Sector-11, CBD Belapur, NAVI MUMBAI - 400 614  
Tel: 2756 4910 / 12 / 13 Fax: 2756 4911

#### NOTICE

#### Demand Notice under Section 13(2) of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act 2002, (SARFAESI Act)

In respect of loans availed by below mentioned Borrower/Guarantors through Bank of India's below mentioned branch, which have become NPA with below mentioned balance outstanding on dates mentioned below, we have already issued detailed demand notice dated 15.07.2015 under section 13(2) of Securitisation & Reconstruction of Financial Assets and Enforcement of Security Interest Act 2002 by registered post with acknowledgment due to you which has been returned undelivered. We hereby indicate our intention of taking possession of securities owned by you as per section 13(4) of the Act in case of your failure to pay the amount mentioned below within 60 days from the date of publication of this notice. Details are mentioned here under:

Sr. No.	Name & address of Borrower / Guarantor	Name of branch	Facility / Demand Notice date / Outstanding Amt	Description of mortgaged property / Security
1.	M/s. Nancy Sales through its proprietor Mr. Aloysius Peter Periera, Pereira House, 1 <sup>st</sup> Floor, Opp-Bangli Hospital, Shriji Krupa CHS, Vasai (W) Thane- 401201	Tamtalao	Facility: Cash Credit Notice date 15.07.2015 Outstanding Amount Rs.8.63 lacs (contractual dues upto the date of notice) with interest thereon @13.95% per annum at monthly rests.	Hypothecation of stocks, ie Musical Instruments.

You all are advised (1) To collect the original notice/cover addressed to you and / if returned by Postal Authorities from the undersigned for more & complete details and (2) to pay the balance outstanding amount interest and costs etc. within 60 days from the date of notice referred to above to avoid further action under the SARFAESI Act.

In case you fail to discharge your liabilities mentioned above then the we will, entirely at your risks as to costs and consequences, exercise the powers vested with the Bank under Section 13 of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, against the secured assets mentioned above.

The amount realized from exercising the powers mentioned above will firstly be applied in payment of all costs, charges and expenses which are incurred by us and/or any expenses incidental thereto, and secondly applied in discharge of Bank's dues as mentioned above with contractual interest from the date of this notice till the date of actual realization and the residue of the money, if any, after the Bank's entire dues are fully recovered, shall be paid to you.

If the said dues are not fully recovered with the proceeds realized in the course of exercise of the said powers against the secured assets, we reserve our right to proceed against you before the Civil Court/ DRT for recovery of the balance amount due along with all costs etc. incidental thereto from you.

Sd/-  
Authorised Officer,  
Bank of India

Date: 02/03/2016  
Place: Navi Mumbai

## नवी मुंबई महानगरपालिका

### विद्युत विभाग

#### निविदा सुचना क्र. का.अ.(वि) / ५९(२) / २०१५-२०१६

#### द्वितीय मुदतवाढ

नवी मुंबई महानगरपालिकेकडून खालील कामासाठी निविदा मागविण्यात आल्या होत्या. निविदा भरण्याचा (Upload) अंतिम दि. २९/०२/२०१६ रोजी निविदेस पुरेसा प्रतिसाद न मिळाल्यामुळे सदर निविदा सुचनेतील खालील कामांना मुदतवाढ देण्यात येत आहे.

अ. क्र.	कामाचे नांव	अंदाजित रक्कम रु.	इसारा रक्कम रु.	कोरी निविदा फॉर्म फी रु.	कामाचा कालावधी
१	नवी मुंबई महानगरपालिका ETC केंद्र, वाशी से. ३.०२ येथे श्रवण विभागासाठी ऑटोस्टिक रूम तयार करणे.	१२,२०,७५७/-	१२,३००/-	५००/-	२ महिने

निविदा पुस्तिका ई-टेंडरिंग (E-tendering) संगणक प्रणालीच्या ([www.nmmc.maharashtra.etenders.in](http://www.nmmc.maharashtra.etenders.in)) या संकेत स्थळावर व नमुमपाच्या ([www.nmmconline.com](http://www.nmmconline.com)) संकेत स्थळावर प्राप्त होतील. निविदेचे सादरीकरण खालील तक्त्यात नमुद केल्याप्रमाणे [www.nmmc.maharashtra.etenders.in](http://www.nmmc.maharashtra.etenders.in) या संकेत स्थळावर Online करण्याचे आहे.

#### ई-निविदा मुदतवाढीचा तपशील

ई-निविदा विक्री व भरणे (upload) कालावधी	दिनांक. ०२/०३/२०१६, सकाळी १०.०० पासून
ई-निविदा सादरीकरण (submission) कालावधी	दिनांक. ०५/०३/२०१६, रोजी दुपारी १०.०० वाजेपर्यंत
ई-निविदा उघडण्याचा दिनांक	दिनांक. ०९/०३/२०१६, दुपारी ४ वाजता शक्य झाल्यास

निविदाकारांनी कोरी निविदा फॉर्म फी, इसारा अनामत रक्कम व सेवा शुल्क ऑनलाईन पेमेंट गेटवेद्वारे भरावयाचे आहे. वरील नमुद सर्व शुल्क कोणत्याही बँकेचे डेबिट कार्ड, क्रेडीट कार्ड अथवा नेट बँकिंग मार्फत भरणे करता येईल. निविदा फॉर्म फी शुल्क नमुमपाचे लेखा विभागात स्विकारले जाणार नाही, याची निविदाकारांनी नोंद घ्यावी.

कोणत्याही निविदा स्वीकारणे अथवा नाकारण्याचा अधिकार मा. आयुक्त, नवी मुंबई महानगरपालिका यांनी राखून ठेवलेला आहे.

**कार्यकारी अभियंता (विद्युत)**  
**नवी मुंबई महानगरपालिका**

### Bharat Heavy Electricals Limited

भारत हेवी इलेक्ट्रिकल्स लिमिटेड (भारत सरकार का उपक्रम)

PPX-F&HE, HEEL, BHEL, RANIPUR, BHARADWAR-249403  
Ph: 01334-284144, Fax: 01334-226462, E-mail: yash-pal@bhelwr.co.in  
Tender (NT) No. - E/ET19/5/5926/K1(26602)

Bids are invited in two parts, from original manufacturers for following material.

Description of Material	Size	Qty. (Kg)	Last date for download	Opening Date
Austenitic Alloy Steel Bar as per Grade X40MNCRN19	Dia-42 mm L=7150 mm	5133	27.03.16	28.03.16

For details & downloading of tender document, visit our websites [www.bhel.com](http://www.bhel.com) / [www.bhelwr.co.in](http://www.bhelwr.co.in) / [www.tenders.gov.in](http://www.tenders.gov.in). All corrigenda, addenda, amendments, time extensions, clarifications, etc. will be hosted only on websites.

Engineer (PPX-F&HE)

### MCL MAHANADI COALFIELDS LIMITED

(A Subsidiary of Coal India Limited)  
JAGRUTI VIHAR, BURLA-768020, DIST-SAMBALPUR, ODISHA  
Tel. (EPABX):0663-2542461 to 469, Website:<http://www.mcl.gov.in>

#### GENERAL NOTICE FOR e-PROCUREMENT

GENERAL TENDER NOTICE FOR e-PROCUREMENT. Mahanadi Coalfields Limited (MCL) is inviting its Tenders having estimated value of ₹ 2.00(Two) lakhs and above related to WORKS (Civil Works, Electrical & Mechanical Works) etc., SERVICES (Coal transportation, loading, extraction of Coal by Surface Miner, Overburden Removal etc.) and GOODS (procurement of equipments, Spares, Consumables, Medicines etc. and Hiring of Vehicles) through e-Procurement mode. Tender Notices can be viewed on the e-procurement portal of MCL (<https://mcltenders.gov.in>) as well as on the Central Public Procurement portal of Govt. of India (<http://eprocure.gov.in>). Individual Tender Notices are not being published in any Newspaper. Bids are to be submitted ONLINE on the above e-procurement portal of MCL by enrolled Bidders. Tender Fee & EMD can also be submitted online. Enrollment Bidders on the e-procurement portal of MCL is free of cost and can be done online by the bidders themselves, having valid Digital Signature Certificate (DSC). Bidders are requested to regularly visit above e-procurement portal of MCL for enrollment and participation in Tenders. Contact details: Tel No.0663-2542264/2542230/2542695 (available during office hours only) e-Mail : [hlp-eproc.mcl@nic.in](mailto:hlp-eproc.mcl@nic.in)

**R-4666**

### बैंक ऑफ बडौदा (Bank of Baroda)

SME NOIDA BRANCH, P- 5, OCEAN PLAZA, SECTOR- 18, NOIDA- 201301

#### POSSESSION NOTICE

(Under Section 13 (4) of Securitization Act, 2002 read with rule 8(1) of Security Interest (Enforcement) Rules, 2002

For immovable property

Whereas the undersigned being the authorized officer of BANK OF BARODA under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest (Second) Act, 2002 (54 of 2002) and in exercise of power conferred under section 13(12) read with rule 9 of the Security Interest (Enforcement) Rules, 2002 issued under rule 9 of the Security Interest (Enforcement) Rules, 2002 issued under a demand notice dated 24.08.2015 calling upon M/S MATRIX GLOBAL PVT LTD., 137, SOMDUTT CHAMBERS, 2 BHIKAJI CAXA PALACE, NEW DELHI-66 to pay the amount mentioned in the notice being Rs. 2,38,60,875.00 Plus INR Value of BG of USD 276880 (Rs. TWO CRORE THIRTY EIGHT LAC SIXTY THOUSAND EIGHT HUNDRED SEVENTY FIVE PLUS INR VALUE OF BG OF USD TWO LAC SEVENTY SIX THOUSAND EIGHT HUNDRED EIGHTY ONLY) as on 24.08.2015 with further interest, expenses and other charges etc. thereon within 60 days from the date of receipt of the said notice. The borrower /Guarantor having failed to repay the amount, notice is hereby given to the borrower /Guarantor and the public in general that the undersigned has taken possession of the property described herein below in exercise of powers conferred on him/her under Sec. 13(4) of the said Act read with rule 9 of the said rules on this 27<sup>th</sup> day of February of the year 2016.

The borrower /Guarantor in particular and the public in general is hereby cautioned not to deal with the property and any dealing with the property will be subject to the charge of the BANK OF BARODA, SME NOIDA BRANCH, P- 5, OCEAN PLAZA, SECTOR- 18, NOIDA- 201301 for an amount of Rs. 2,38,60,875.00 Plus INR Value of BG of USD 276880 (Rs. TWO CRORE THIRTY EIGHT LAC SIXTY THOUSAND EIGHT HUNDRED SEVENTY FIVE PLUS INR VALUE OF BG OF USD TWO LAC SEVENTY SIX THOUSAND EIGHT HUNDRED EIGHTY ONLY) as on 24.08.2015 with further interest, expenses and other charges etc. thereon. Description of the immovable property All that part and parcel of the property bearing :-

**EQUITABLE MORTGAGED OF PROPERTY SITUATED AT FLAT NO.2101, 21<sup>ST</sup> FLOOR, DHEERAJ GAURAV HEIGHT-I, CHS LTD. ANDHERI WEST, MUMBAI IN THE NAME OF SHRI PRABHAT KUMAR.**

Place : Noida Authorised Officer  
Date: 02.03.2016 Bank of Baroda

### PIDLITE INDUSTRIES LIMITED

Regd. Office: Regent Chambers, 7<sup>th</sup> Floor, Jammalal Bajaj Marg, 608, Nariman Point, Mumbai - 400 021. • Tel: 91 22 2835 7000  
Fax: 91 22 2821 6007 • Email: [investor\\_relations@pidlite.co.in](mailto:investor_relations@pidlite.co.in)  
Website: [www.pidlite.com](http://www.pidlite.com) • CIN: L24100MH1969PLC014336

#### NOTICE OF POSTAL BALLOT

NOTICE is hereby given that pursuant to the provisions of Section 110 of the Companies Act, 2013 ("Act") read with the Companies (Management and Administration) Rules, 2014, the two special resolutions as set out in the Notice of Postal Ballot seeking approval in respect of Employee Stock Option Plan 2016 (ESOP 2016) and grant of options to the Employees/Directors of subsidiary company/ies as set out in the Notice of Postal Ballot dated 12<sup>th</sup> February, 2016 are proposed to be passed by the Members of the Company by way of Postal Ballot.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members the facility to cast their votes by electronic means (e-voting) through NSDL for the said resolutions set out in the Postal Ballot Notice. The soft copies of the said Postal Ballot Notice and Postal Ballot Form are available on the Company's website [www.pidlite.com](http://www.pidlite.com)

The Company has completed the dispatch of Notice of Postal Ballot on Monday, 29<sup>th</sup> February, 2016 through electronic mail to the Members whose e-mail IDs are registered in the Depository records and in physical form alongwith a self addressed business reply envelope and postal ballot form to other Members (whose e-mail IDs are not registered) on the same date for seeking their approval.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide remote e-voting facility to all its Members as an alternate of dispatching the physical Postal Ballot Form by post. Shareholders holding shares whether in physical form or in dematerialized form may cast their vote electronically by following the instructions on remote e-voting provided in the Postal Ballot Notice. Electronic Voting Event Number (EVEN) for the Postal Ballot is 103825. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on 19<sup>th</sup> February, 2016 ("Cut-off date"). A person who was not a Member as on the cut-off date for reckoning voting rights should treat this Notice for information purposes only.

M/s. M. M. Sheth & Co., Practicing Company Secretaries, have been appointed as the Scrutinizer for conducting this Postal Ballot voting process (including e-voting) in a fair and transparent manner.

The voting period commences on Wednesday, 2<sup>nd</sup> March, 2016 at 09:00 a.m. and ends at 05:00 p.m. on Thursday, 3<sup>rd</sup> March, 2016. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 05:00 p.m. on 3<sup>rd</sup> March, 2016. The e-voting module shall be disabled by NSDL for voting thereafter. All Postal Ballot Forms received after this date shall not be valid and voting whether by post or by electronic means shall not be allowed beyond this date. Members are requested to use the Postal Ballot Form issued by the Company only. Members who do not receive the Postal Ballot Form may apply and obtain the duplicate copy thereof. Members may obtain the duplicate copy of the Postal Ballot Form from the Company at its Registered Office or from the Registrar and Transfer Agent (RTA) M/s. TSR Darashaw Limited, 6-10, Haji Moosa Patrawala Ind. Estate 20, Dr. E. Moses Road, Mahalaxmi, Mumbai - 400 011.

The Scrutinizer will submit his report to the Chairman or any other Director of the Company after completion of the scrutiny. Results of the Postal Ballot will be announced by the Chairman or any other Director of the Company on Saturday, 2<sup>nd</sup> April, 2016 at 05:00 p.m. at the Registered Office of the Company. The said results would be displayed at the Registered Office of the Company, intimated to NSDL and the Stock Exchanges where the Company's shares are listed and displayed alongwith the Scrutinizer's Report on the Company's website [www.pidlite.com](http://www.pidlite.com).

In case of any queries/grievances relating to remote e-voting, Members/Beneficial Owners may refer the Frequently Asked Questions (FAQs) and E-voting User Manual available at the NSDL website: <https://www.evoting.nsdl.com/> or contact Mr. Amit Vishal, NSDL, 4<sup>th</sup> Floor, A-Wing, Trade World, Kamala Mills Compound, Senapati Bapat A-Wing, Lower Panel, Mumbai - 400 013. Email: [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in), Tel: 2499 4200 or a toll free number 1800 222 990. For any query in relation to the resolution proposed to be passed, members may contact the undersigned at the Registered Office of the Company or write an email to [investor\\_relations@pidlite.co.in](mailto:investor_relations@pidlite.co.in).

By Order of the Board of Directors  
For Pidlite Industries Limited  
Sd/-  
Date : 1<sup>st</sup> March, 2016 Savitri Parekh  
Place : Mumbai Sr. Vice President - Legal & Secretarial

