

RASOI LIMITED

CIN: L25190WB1905PLC001594

Registered Office: 'Rasoi Court' 20, Sir R N Mukherjee Road, Kolkata - 700001

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NOTICE OF 111TH ANNUAL GENERAL MEETING, BOOK CLOSURE AND E-VOTING INFORMATION

Notice is hereby given that the 111th Annual General Meeting (AGM) of Rasoi Limited ("Company") will be held on Friday, the 11th September, 2015 at 4.00 p.m. at Kala Kunj (Sangit Kala Mandir Trust), 48 Shakespeare Sarani, Kolkata - 700017 to transact the business as set out in the Notice of the AGM dated 7th May, 2015 & Addendum to Notice dated 31st July, 2015.

Electronic copies of the Notice of the 111th AGM, Annual Report 2014-2015, Attendance Slip, Proxy Form and Addendum to Notice & Directors' Report of the Company have been sent to all the Members whose email IDs are registered with the Company/Depository Participant(s) and physical copies to all other Members at their registered address in the permitted mode. The electronic/physical dispatch of the documents was completed on 14th August, 2015. The Notice of the 111th AGM, Annual Report 2014-2015 and other annexure are also available in the Company's website www.rasoigroup.in

Pursuant to the provisions of Section 91 of the Companies Act, 2013 ("Act") read with Rule 10 of the Companies (Management and Administration) Rules, 2014 ("Rules") and Clause 16 of the Listing Agreement, notice is also given that the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 5th September, 2015 to Friday, 11th September, 2015 (both days inclusive) in connection with the AGM and payment of dividend. Dividend, if approved, will be payable to those members, whose name stands registered in the Company's Register of Members as on 4th September, 2015.

Further pursuant to the provisions of Section 108 of the Companies Act, 2013 read with, Rule 20 of the Companies (Management and Administration) Rules 2014 as amended and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be passed at the 111th AGM by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ("remote e-voting"). The Company has engaged the services of National Securities Depository Limited (NSDL) as agency to provide e-voting facility. The details pursuant to the provisions of the Act and Rules are given hereunder:

1. The remote e-voting period commences on Tuesday, 8th September, 2015 (9:00 a.m.) and ends on Thursday, 10th September, 2015 (5:00 p.m.). The remote e-voting module shall be disabled by NSDL for voting thereafter.
2. Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 4th September, 2015 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballots.
3. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date i.e. 4th September, 2015 may obtain the User Id and password by sending a request at evoting@nsdl.co.in or contact to the C B Management Services (P) Ltd., (RTA) at (033) 4011 6728. However, if the member is already registered with NSDL for remote e-voting then he can use his existing user ID and password for casting the vote through e-voting.
4. The Notice of AGM is available at company's website at www.rasoigroup.in and also at NSDL website <https://www.evoting.nsdl.com>
5. For detailed instructions pertaining to remote e-voting, Members may refer Note 25 in the section 'Notes' in Notice of the 111th AGM.
6. Members who have cast their votes by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
7. In case of any queries pertaining to e-voting, you may refer to the "Frequently Asked Questions (FAQs)" for members and remote e-voting user manual for members available at the "downloads" section of NSDL website at www.evoting.nsdl.com or contact Mr. Rajiv Ranjan, Assistant Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Lower Parel, Mumbai 400 013, e-mail: evoting@nsdl.co.in or rajivr@nsdl.co.in, phone No. (022) 2499 4738 or 1800-222-990.

For Rasoi Limited

Sd/-

Naresh Patangi

Company Secretary

Place: Kolkata

Date: 17th August, 2015