

## NOTICE

NOTICE is hereby given that the Twenty-sixth Annual General Meeting of the members of Polyplex Corporation Limited will be held at the Registered Office of the Company at Lohia Head Road, Khatima 262308, District Udham Singh Nagar, Uttarakhand, on **Wednesday, 28th day of September, 2011 at 10.00 a.m.** to transact the following business:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2011 and the Profit & Loss Account for the year ended on that date together with the Reports of the Directors' and Auditors' thereon.
2. To declare dividend.
3. To appoint a Director in place of Shri Om Prakash Mehra who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Dr. Suresh Inderchand Surana who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint Auditors and to fix their remuneration.

By Order of the Board  
for **Polyplex Corporation Ltd.**

Date : August 8, 2011  
Place : NOIDA

**A.K. Gurnani**  
Company Secretary

Registered Office :  
Lohia Head Road  
Khatima - 262 308  
Distt. Udham Singh Nagar  
Uttarakhand

### NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IN THE ABOVE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER.
2. Proxies in order to be effective should be lodged with the Company at the Registered Office at least 48 hours before the commencement of the meeting.
3. The Register of Members and Share transfer books of the Company will remain closed from **24.09.2011 to 28.09.2011** (both days inclusive).
4. The dividend declared at the meeting will be made payable on or after September 28, 2011 to those Members, whose names are on the Register of Members as Beneficial Owners as at the end of

business on September 23, 2011 as per the lists to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company on or before September 23, 2011.

5. Pursuant to Section 205C of the Companies Act, 1956, amount of unpaid/ unclaimed dividends for the following years have been transferred to Investor Education and Protection Fund (IEPF) (established by the Government of India):

Financial Year	Dividend	Declared on/ Record Date	Transferred to IEPF on
1995-96	10% Interim	11.01.1996	24.03.2003
1995-96	17.5% Final	07.09.1996	25.11.2003
1996-97	10% Final	30.09.1997	10.12.2004
1997-98	10% Final	31.08.1998	14.11.2005
1998-99	8% Final	31.08.1999	07.11.2006
1999-00	8% Final	30.09.2000	03.11.2007
2000-01	10% Interim	14.03.2001	27.03.2008
2000-01	5% Final	28.09.2001	14.11.2008
2001-02	10% Interim	30.11.2001	13.12.2008
2001-02	10% Final	29.07.2002	10.09.2009
2002-03	10% Interim	12.11.2002	14.12.2009
2002-03	15% Final	30.09.2003	15.11.2010
2003-04	20% Interim	24.11.2003	15.12.2010

6. Following unpaid dividends which have remained unclaimed for a period of seven years from the date they became due for payment, are required to be transferred to the Investor Education and Protection Fund (established by the Government of India). Further, no claim lies against the Fund or the Company in respect of individual amounts which were unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims. Hence, shareholders are advised in their own interest to claim the unclaimed dividend for the Financial Year 2003-04 onwards, details whereof are given hereunder, from the Company failing which all unclaimed Dividends shall be transferred to the Investor Education and Protection Fund within the time prescribed under the law.

Financial Year	Dividend	Declared on/ Record Date
2003-04	20% Final	31.08.2004
2004-05	50% Interim (including special dividend of 20%)	05.11.2004
2004-05	30% Final	16.08.2005
2005-06	30% Interim	15.11.2005
2005-06	10% Final	17.08.2006
2006-07	40% Final	15.09.2007
2007-08	60% Final	26.09.2008
2008-09	70% Final	30.09.2009
2009-10	80% Final	25.09.2010
2010-11	60% Interim	16.11.2010

7. **In terms of recently amended Clause 5A of the Listing Agreement with the Stock Exchanges, Company is required to transfer unclaimed shares issued in physical forms to 'Unclaimed Shares Suspense Account', after sending three reminders to those shareholders whose shares are lying unclaimed. The Company has already sent two reminders to such shareholders. The 'Unclaimed Shares Suspense Account' will be opened after completing the process of sending the last reminder.**
8. (a) **Members holding shares in physical form are requested to notify to the Company, change/ correction in their address quoting their folio number.**
- b) **Members holding shares in dematerialized form are requested to notify to their Depository Participant, change/ correction in their address/ Bank Account particulars etc. as the Company uses the information provided by the Depositories in respect of shares held in de-mat form.**
9. Details required under Clause 49 IV(G) of the Listing Agreement with Stock Exchanges in respect of Directors seeking appointment/ reappointments at the Annual General Meeting are separately annexed hereto.
10. Members/ proxy holders are requested to produce at the entrance the attached admission slips duly completed and signed for admission to the meeting hall.

By Order of the Board  
for **Polyplex Corporation Ltd.**

Date : August 8, 2011  
Place : NOIDA

**A.K. Gurnani**  
Company Secretary

## **Notes on Directors seeking appointment/re-appointment as required under Clause 49 IV(G) of the Listing Agreement entered into with Stock Exchanges.**

### **1. Shri Om Prakash Mehra**

Shri Om Prakash Mehra is a professional and independent director and is associated with the Company as Director since 1986. He is also Member of Audit Committee, Finance Committee & Remuneration Committee of the Board of Directors of the Company. Shri Mehra retired as Chief of Air Staff of India. He has also held the position of Governor of Rajasthan and Maharashtra States.

The other Directorships of Shri Om Prakash Mehra are as follows: -

- Mayar India Limited
- Ropssa Properties Enterprises Pvt. Ltd.
- C J International Hotels Limited

Shri Om Prakash Mehra is also Member of Audit Committee of Directors of C J International Hotels Limited.

Expertise in specific functional area : General Management

Shri Om Prakash Mehra does not hold any shares in the Company.

### **2. Dr. Suresh Inderchand Surana**

Dr. Suresh Inderchand Surana is a Chartered Accountant in practice and is associated with the Company as Director since 2002. He is a member of the Audit Committee of the Board of Directors of the Company. Dr. Surana specializes in International Taxation, Tax Planning and Corporate Advisory Services and has been advising many international groups on their worldwide affairs. The other Directorships of Dr. Surana are as follows :-

- The Manar Estates Limited
- Inlaks Shipping Company Limited
- House of Code (India) Pvt. Limited
- TalentAhead India Pvt. Limited
- RSM India Pvt. Limited

Dr. Surana holds 200 equity shares in the Company.

# Polyplex Corporation Limited

Registered Office : Lohia Head Road, Khatima - 262 308, Distt. Udham Singh Nagar, Uttarakhand

## ATTENDANCE SLIP 26TH ANNUAL GENERAL MEETING

Regd. Folio No. \_\_\_\_\_

28th September, 2011

DP ID No. \_\_\_\_\_

Client ID No. \_\_\_\_\_

No. of shares held \_\_\_\_\_

To be handed over at the entrance of the Meeting Venue

Name of the attending member (In block letters) : \_\_\_\_\_

Name of Proxy (In block letters — to be filled in  
by the proxy attending instead of the member) \_\_\_\_\_

I hereby record my presence at the **26th Annual General Meeting** at the Registered Office of the Company  
at Lohia Head Road, Khatima 262308, Distt. Udham Singh Nagar, Uttarakhand.

\_\_\_\_\_  
Member's /Proxy's Signature

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# Polyplex Corporation Limited

Registered Office : Lohia Head Road, Khatima - 262 308, Distt. Udham Singh Nagar, Uttarakhand

## PROXY FORM

Regd. Folio No. \_\_\_\_\_

DP ID No. \_\_\_\_\_

Client ID No. \_\_\_\_\_

I/We \_\_\_\_\_

of \_\_\_\_\_

being a member/members of the above named Company hereby appoint \_\_\_\_\_

of \_\_\_\_\_

or failing him \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to attend and vote for me/us on my/our behalf at the **26th Annual General Meeting** of the  
Company to be held on **Wednesday, 28th day of September, 2011** at the Registered Office of the Company  
at Lohia Head Road, Khatima 262308, Distt. Udham Singh Nagar, Uttarakhand or any adjournment thereof.

Signed  
Date

Revenue  
Stamp

**Note** : Proxy Form must reach the Company's Registered Office not less than **48 hours before the meeting.**

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