AKSHYA NIDHI LTD.

Regd. Office: 36, CHOWRINGHEE ROAD, KOLKATA – 700 071 CIN – L65999WB1983PLC035784, E-mail: hkj@hkjalangroup.in Phone: (033)2226 1759, Fax: (033) 2226 7934

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Company, will be held at its Registered Office at No. 36, Chowringhee Road, Kolkata-700071 on Wednesday the 30th September, 2015 at 2.00 P.M. to transact the following business (s):-

ORDINARY BUSINESS:

- (1) To receive, consider and adopt the financial statements of the Company for the financial year ended 31st March, 2015 (including Audited Consolidated Financial Statements) for the year ended 31st March, 2015, together with the Directors' and Auditor's Reports thereon.
- (2) To appoint a Director in place of Mr. Rama Kant Shukla (Din: 02016075) who retires by rotation and being eligible offers himself for re-appointment.
- (3) To Appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS:

(4) To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Smt. Anushree Jalan (DIN: 00228828) who was appointed on 30.03.2015 as an Additional Director of the Company and holds office up to date of this Annual General Meeting u/s 161 of the Companies Act, 2013 and in respect of whom Company has received a notice in writing from a member proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement by rotation.

By Order of the Board of Directors For Akshya Nidhi Limited

> . K. Jalan) Director

DIN: 00228963

Place: Kolkata

Date: 19th August, 2015

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Notes:-

- 1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll in place of himself / herself. A proxy need not be a member of the Company. Proxies in order to be effective must be received at the Registered Office of the Company, not less than 48 hours before meeting.
- 2. The Register of Members and the Share Transfer Books of the Company will remain closed from 26th September, 2015 to 30th September, 2015 (both days inclusive).

The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013 is annexed hereto.

Item no. 4

Smt. Anushree Jalan (Din: 00228828) was Co-opted as an Additional Director by the Board at its meeting held on 30.03.2015 pursuant to Section 161(1) of the Companies Act 2013. Smt. Anushree Jalan (Din: 00228828) holds office up to date of this Annual General Meeting. A notice under Section 160 of the Companies Act, 2013 has been received by the Company from a Member signifying his intention to propose the candidature of Smt. Anushree Jalan (Din: 00228828) for appointment as Director in their behalf.

Smt. Anushree Jalan was born on 07.07.1960 and is aged about 55 years. She has done Bachelor of Science in Economics (Hons.). She has wide experience in business and industry. She has attended all the meetings of the Board since her appointment.

Smt. Anushree Jalan holds 11,587 equity shares of the Company and has directorship of following Companies as Director:

- Free India Dry Accumulators Ltd.
- Fida Securities Pvt. Ltd.
- Zenith Housing and Finance Pvt. Ltd.
- Raigarh Trading Co. Limited
- Zygo Flowers Limited

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- Zygo Bonsai Pvt Ltd
- Raigarh Jute & Textile Mills Ltd.

Sri Hemant Kumar Jalan is husband of Smt. Anushree Jalan and Sri Varun Jalan is his son.

The Board of Directors recommends the resolution in relation to the appointment of Smt. Anushree Jalan, for the approval of the members of the Company as an Ordinary Resolution.

Except Smt. Anushree Jalan, Sri Hemant Kumar Jalan & Sri Varun Jalan and their relatives, none of the directors and their relatives is concerned or interested, financial or otherwise in the said resolution.

By Order of the Board of Directors For Akshya Nidhi Limited

> Director DIN: 90228963

(H. K. Jalan)

Place: Kolkata

Date: 19th August, 2015