

# DHABRIYA POLYWOOD LIMITED

**Regd. Office** : B-9 D (1), Malviya Industrial Area, Jaipur - 302 017 Rajasthan, India

**Tel No.** : 0141-4057171, Fax No. 0141-2750814

**E-mail** : [cs@polywood.org](mailto:cs@polywood.org), Website: [www.polywood.org](http://www.polywood.org)

**CIN** : L29305RJ1992PLC007003

## NOTICE

Notice is hereby given that the 25<sup>th</sup> Annual General Meeting of the members of Dhabriya Polywood Limited will be held on Tuesday, 26<sup>th</sup> Day of September 2017 at 11.00 a.m. at SP-2032(A), Ramchandrapura Industrial Area, Sitapura Extension, Jaipur - 302020 (Raj.) to transact the following businesses:

### Ordinary Business

- To consider and adopt:
  - the audited financial statements of the Company for the financial year ended March 31, 2017 and the reports of the Directors and Auditors thereon; and
  - the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of the Auditors thereon
- To appoint a Director in place of Mr. Mahendra Karnawat (DIN: 00519876), who retires by rotation and being eligible, offer himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Mahendra Karnawat (DIN: 00519876), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

- To ratify the appointment of the statutory auditors of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, as amended from time to time, pursuant to the recommendations of audit committee of the Board of Directors and pursuant to the resolution passed at the Twenty Second Annual General Meeting, for the appointment of M/s. Narendra Sharma & Co., Chartered Accountants (Firm Registration No. 004983C) as the

statutory auditors of the Company to hold office until the conclusion of the Twenty Seventh Annual General Meeting, be and is hereby ratified for the financial year ending March 31, 2018, at such remuneration as may be determined by the Board of Directors of the Company.”

### Special Business

- To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

**“RESOLVED THAT** further to the Special Resolution passed by the Shareholders of the Company at Extra-Ordinary General Meeting held on 01<sup>st</sup> September, 2014, read with resolution no. 8 of 23<sup>rd</sup> Annual General Meeting held on 26<sup>th</sup> September 2015 according their consent for appointment (including remuneration) of Mr. Digvijay Dhabriya (DIN:00519946) as Chairman & Managing Director of the Company for five years with effect from 01<sup>st</sup> September, 2014, and in accordance with the provisions of Sections 196, 197, 198, 203 and Section II of Part II of Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and such modifications and conditions as may be prescribed, the approval of the Company be and is hereby accorded to revise the maximum basic salary payable to Mr. Digvijay Dhabriya as Chairperson & Managing Director of the Company as set out in the Explanatory Statement annexed to the Notice, with effect from April 01, 2017 for the remaining period of his tenure ending on August 31, 2019.

**FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution the Board of Directors and/or the Remuneration Committee/the Company Secretary is/are authorized to do all such acts, deeds, matters and things as may be considered it to be necessary or desirable in this regard.”

5. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

**“RESOLVED THAT** further to the Special Resolution passed by the Shareholders of the Company at Extra-Ordinary General Meeting held on 01<sup>st</sup> September, 2014, read with resolution no. 9 of 23<sup>rd</sup> Annual General Meeting held on 26<sup>th</sup> September 2015 according their consent for appointment (including remuneration) of Mrs. Anita Dhabriya (DIN:00359317) as Whole-Time Director of the Company for five years with effect from 01<sup>st</sup> September, 2014, and in accordance with the provisions of Sections 196, 197, 198, 203 and Section II of Part II of Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and such modifications and conditions as may be prescribed, the approval of the Company be and is hereby accorded to revise the maximum basic salary payable to Mrs. Anita Dhabriya as Whole-Time Director of the Company as set out in the Explanatory Statement annexed to the Notice, with effect from April 01, 2017 for the remaining period of his tenure ending on August 31, 2019.

**FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution the Board of Directors and/or the Remuneration Committee/the Company Secretary is/are authorized to do all such acts, deeds, matters and things as may be considered it to be necessary or desirable in this regard.”

6. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

**“RESOLVED THAT** further to the Special Resolution passed by the Shareholders of the Company at Extra-Ordinary General Meeting held on 01<sup>st</sup> September, 2014, read with resolution no. 10 of 23<sup>rd</sup> Annual General Meeting held on 26<sup>th</sup> September 2015 according their consent for appointment (including remuneration) of Mr. Mahendra Karnawat (DIN:00519876) as Whole-Time Director of the Company for five years with effect from 01<sup>st</sup> September, 2014, and in accordance with the provisions of Sections 196, 197, 198, 203 and Section II of Part II of Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and such modifications and conditions as may be prescribed, the approval of the Company be and is hereby accorded to revise the maximum basic salary payable to Mr.

Mahendra Karnawat as Whole-Time Director of the Company as set out in the Explanatory Statement annexed to the Notice, with effect from April 01, 2017 for the remaining period of his tenure ending on August 31, 2019.

**FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution the Board of Directors and/or the Remuneration Committee/the Company Secretary is/are authorized to do all such acts, deeds, matters and things as may be considered it to be necessary or desirable in this regard.”

7. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

**“RESOLVED THAT** further to the Special Resolution passed by the Shareholders of the Company at Extra-Ordinary General Meeting held on 01<sup>st</sup> September, 2014, read with resolution no. 11 of 23<sup>rd</sup> Annual General Meeting held on 26<sup>th</sup> September 2015 according their consent for appointment (including remuneration) of Mr. Shreyansh Dhabriya (DIN:06940427) as Whole-Time Director of the Company for five years with effect from 01<sup>st</sup> September, 2014, and in accordance with the provisions of Sections 196, 197, 198, 203 and Section II of Part II of Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and such modifications and conditions as may be prescribed, the approval of the Company be and is hereby accorded to revise the maximum basic salary payable to Mr. Shreyansh Dhabriya as Whole-Time Director of the Company as set out in the Explanatory Statement annexed to the Notice, with effect from April 01, 2017 for the remaining period of his tenure ending on August 31, 2019.

**FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution the Board of Directors and/or the Remuneration Committee/the Company Secretary is/are authorized to do all such acts, deeds, matters and things as may be considered it to be necessary or desirable in this regard.”

8. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

**“RESOLVED THAT** pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said Act and relevant rules prescribed there under, whereby a document may be

served on any member by the company by sending it to him/her by post or by registered post or by speed post or by courier or by delivering to his office or address, or by such electronic or other mode as may be prescribed, the consent of the company be and is hereby accorded to charge from the member the fee in advance equivalent to the estimated actual expenses of delivery of the documents, pursuant to any request made by the shareholder for delivery of such document to him/her, through a particular mode of services mentioned above provided such request along with requisite fee has been duly received by the company at least one week in advance of the dispatch of document by the company and that no such request shall be entertained by the company post the dispatch of such document by the company to the shareholder.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Board of Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds matters and things as may be necessary, proper or desirable or expedient to give effect to the above resolution.”

By Order of the Board  
For Dhabriya Polywood Limited

Sd/-  
**Sparsh Jain**  
Company Secretary

Jaipur, August 14, 2017

**Registered Office:**

B-9D(1), Malviya Industrial Area,

Jaipur- 302017 (Raj.)

CIN: L29305RJ1992PLC007003

Website: [www.polywood.org](http://www.polywood.org)

E-mail: [cs@polywood.org](mailto:cs@polywood.org); Tel. No. 0141-4057171

**NOTES:**

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Corporate Office of the Company by not less than 48 hours before the commencement of the Meeting.
- Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on

behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

- The Explanatory Statement setting out material facts, pursuant to section 102 of the Companies Act, 2013, in respect of the special businesses under item nos. 4 to 8 of the accompanying Notice is annexed hereto.
- Corporate Members intending to send their authorised representatives to attend the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a duly certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 20, 2017 to Tuesday, September 26, 2017 (both days inclusive).
- All documents referred to in the Notice will be available for inspection at the Company's Registered office during normal business hours on all working days up to the date of the AGM. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
- In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission/transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
- In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.

10. Additional Information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM, is furnished as annexure to the Notice.
11. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company/Depository participants for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID Numbers for identification.
12. Members desiring any information relating to the accounts/reports are requested to write to the Company well in advance so as to enable the management to keep the information ready.
13. Electronic copy of the Annual Report for FY 2016-17 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for FY 2016-17 are being sent in the permitted mode. Members are requested to support Green initiative by registering/updating their e-mail addresses with the Depository participant (in case of shares in dematerialized form) or with Bigshare Services Private Limited (in case of Shares held in physical form).
14. Electronic copy of the Notice of the 25<sup>th</sup> AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 25<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
15. Members may also note that the Notice of 25<sup>th</sup> AGM and Annual Report 2016-17 will also be available on the Company's website [www.polywood.org](http://www.polywood.org) for their download and also on the website of Central Depository Services (India) Ltd viz. [www.evotingindia.com](http://www.evotingindia.com) . The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: [cs@polywood.org](mailto:cs@polywood.org).
16. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents (M/s. Bigshare Services Private Limited.)
17. The cut-off date for the purpose of remote e-voting and voting at the AGM shall be Tuesday, September 19, 2017. Please note that members can opt for only one mode of voting i.e., either by voting at the meeting or e-voting. If Members opt for e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting may also attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again.
18. A route map showing directions to reach the venue of the 25<sup>th</sup> AGM is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meetings".
19. The Company has made arrangements for casting votes by its Equity Shareholders by remote e-voting process in accordance with Rule 20 of the Companies (Management and Administration) Rules, 2014. The Company has made arrangements with Central Depository Services (India) Limited ('CDSL') for facilitating remote e-voting process.
20. **Voting Through Electronic Means:**  
Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 25<sup>th</sup> AGM. The business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL).

The facility for voting, either through electronic voting system or through ballot/polling paper shall also be made available at the venue of the 25<sup>th</sup> AGM. The members attending the AGM, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the AGM. The members who have already cast their vote through remote e-voting may attend the AGM but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Mr. Manish Sancheti, Practicing Company Secretary as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

The instruction to members for voting electronically are as under:

- I. The voting period begins on Saturday, September 23, 2017 at 09.00 a.m. and ends on Monday, September 25, 2017 at 5.00 p.m. 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 Tuesday, September 19, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- III. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- IV. Click on Shareholders.
- V. 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.
- VI. Next enter the Image Verification as displayed and Click on Login.
- VII. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

VIII. 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"> <li>• 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 in the PAN field.</li> <li>• 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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field</li> </ul>
Dividend Bank Details or Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• 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 (v)</li> </ul>

- IX. After entering these details appropriately, click on "SUBMIT" tab.
- X. 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.

- XI. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XII. Click on the EVSN for the relevant <Dhabriya Polywood Limited> on which you choose to vote.

XIII. 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.

XIV. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

XV. 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.

XVI. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

XVII. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

XVIII. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**XIX. 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.**

XX. 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](http://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](mailto: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 linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.

XXI. 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

XXII. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.polywood.org](http://www.polywood.org) and on website of CDSL e-Voting [www.evotingindia.com](http://www.evotingindia.com) within two days of the passing of the Resolutions at the Annual General Meeting of the Company and will also be communicated to BSE Limited, where the shares of the Company are listed.

#### Additional Information on Directors recommended for appointment/re-appointment

Name of Director	Mr. Mahendra Karnawat
DIN No.	00519876
Date of Birth & Age	06/07/1969 (48 years)
Date of first appointment on the Board	May 22, 2000
Qualification	Bachelor of Commerce
Experience and Expertise	25 years of experience in the field of sales, marketing and production
Number of Meetings of the Board attended during the year	7 out of 8
List of Directorship/ Membership/Chairmanship of Committees of other Board	NIL
Shareholding in the Company	46250
Relationship with other Directors	NIL

**EXPLANATORY STATEMENT  
(Pursuant to Section 102 of the Companies Act, 2013)**

**ITEM NO. 4**

The term of office of Five (5) years of Mr. Digvijay Dhabriya as Chairman & Managing Director will be ending on August 31, 2019. The shareholders of the Company had also accorded their approval for payment of remuneration to him up-to August 31, 2017 through their Extra-Ordinary General Meeting on September 01, 2014.

**Remuneration:** In terms of the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, where in any financial year, during the currency of the tenure of managerial personnel, the Company has no profits or its profits are inadequate, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following: -

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.
- (iii) A special resolution has been passed at a general meeting of the Company.

The Company has no inadequate profits in the previous year 2016-17 and for the period ended 30<sup>th</sup> June 2017 in current financial year 2017-18. However, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

The Ministry of Corporate Affairs vide its Notification dated 12<sup>th</sup> September 2016 brought changes in the provisions under Schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by increasing the limits of yearly remuneration basis effective capital as under:

- ❖ The companies having effective capital of above 5 crores but less than 100 crores can pay remuneration up-to ₹ 84 Lakhs per annum.
- ❖ This limit, specified above, shall be doubled if the special resolution is passed in the matter.

Keeping in view of the above, it is proposed to revise the maximum monthly basic salary from ₹ 5,40,000/- (Rupees Five Lakhs Forty Thousand) to ₹ 9,00,000/- (Rupees Nine Lakhs) to Mr. Digvijay Dhabriya, Managing Director of the Company with effect from April 01, 2017 for the remaining

period of his tenure ending on August 31, 2019, in terms of Companies Act, 2013.

Particulars of details of Mr. Digvijay Dhabriya, Chairman & Managing Director, pursuant to the information as required under Schedule V of the Companies Act, 2013 including Secretarial Standard - 2 and SEBI (LODR) Regulations, 2015, as applicable, are stated in *Annexure* [Point I, II(A), III and IV] to the Notice.

Pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held on August 14, 2017 approved the remuneration as stated in Item No. 4 of the Notice. Further, the Board of Directors recommends the resolution stated in the said item for the approval of members of the Company by way of Special Resolution.

Except Mr. Digvijay Dhabriya, Mrs. Anita Dhabriya & Mr. Shreyansh Dhabriya and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said Resolution.

**ITEM NO. 5**

The term of office of Five (5) years of Mrs. Anita Dhabriya as Whole-Time Director will be ending on August 31, 2019. The shareholders of the Company had also accorded their approval for payment of remuneration to him up-to August 31, 2017 through their Extra-Ordinary General Meeting on September 01, 2014.

**Remuneration:** In terms of the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, where in any financial year, during the currency of the tenure of managerial personnel, the Company has no profits or its profits are inadequate, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following: -

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.
- (iii) A special resolution has been passed at a general meeting of the Company.

The Company has no inadequate profits in the previous year 2016-17 and for the period ended 30<sup>th</sup> June 2017 in current



financial year 2017-18. However, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

The Ministry of Corporate Affairs vide its Notification dated 12<sup>th</sup> September 2016 brought changes in the provisions under Schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by increasing the limits of yearly remuneration basis effective capital as under:

- ❖ The companies having effective capital of above 5 crores but less than 100 crores can pay remuneration up-to ₹ 84 Lakhs per annum.
- ❖ This limit, specified above, shall be doubled if the special resolution is passed in the matter.

Keeping in view of the above, it is proposed to revise the maximum monthly basic salary from ₹ 1,55,000/- (Rupees One Lakhs Fifty-Five Thousand) to ₹ 3,00,000/- (Rupees Three Lakhs) to Mrs. Anita Dhabriya, Whole-Time Director of the Company with effect from April 01, 2017 for the remaining period of his tenure ending on August 31, 2019, in terms of Companies Act, 2013.

Particulars of details of Mrs. Anita Dhabriya, Whole-Time Director, pursuant to the information as required under Schedule V of the Companies Act, 2013 including Secretarial Standard - 2 and SEBI (LODR) Regulations, 2015, as applicable, are stated in *Annexure* [Point I, II(A), III and IV] to the Notice.

Pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held on August 14, 2017 approved the remuneration as stated in Item No. 5 of the Notice. Further, the Board of Directors recommends the resolution stated in the said item for the approval of members of the Company by way of Special Resolution.

Except Mr. Digvijay Dhabriya, Mrs. Anita Dhabriya & Mr. Shreyansh Dhabriya and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said Resolution.

#### ITEM NO. 6

The term of office of Five (5) years of Mr. Mahendra Karnawat as Whole-Time Director will be ending on August 31, 2019. The shareholders of the Company had also accorded their approval for payment of remuneration to him up-to August 31, 2017 through their Extra-Ordinary General Meeting on September 01, 2014.

**Remuneration:** In terms of the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, where in any financial year, during the currency of the tenure of managerial personnel, the Company has no profits or its profits are inadequate, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following: -

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.
- (iii) A special resolution has been passed at a general meeting of the Company.

The Company has no inadequate profits in the previous year 2016-17 and for the period ended 30<sup>th</sup> June 2017 in current financial year 2017-18. However, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

The Ministry of Corporate Affairs vide its Notification dated 12<sup>th</sup> September 2016 brought changes in the provisions under Schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by increasing the limits of yearly remuneration basis effective capital as under:

- ❖ The companies having effective capital of above 5 crores but less than 100 crores can pay remuneration up-to ₹ 84 Lakhs per annum.
- ❖ This limit, specified above, shall be doubled if the special resolution is passed in the matter.

Keeping in view of the above, it is proposed to revise the maximum monthly basic salary from ₹ 1,20,000/- (Rupees One Lakhs Twenty Thousand) to ₹ 1,70,000/- (Rupees One Lakhs Seventy Thousand) to Mr. Mahendra Karnawat, Whole-Time Director of the Company with effect from April 01, 2017 for the remaining period of his tenure ending on August 31, 2019, in terms of Companies Act, 2013.

Particulars of details of Mr. Mahendra Karnawat, Whole-Time Director, pursuant to the information as required under Schedule V of the Companies Act, 2013 including Secretarial Standard - 2 and SEBI (LODR) Regulations, 2015, as applicable, are stated in *Annexure* [Point I, II(A), III and IV] to the Notice.



Pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held on August 14, 2017 approved the remuneration as stated in Item No. 6 of the Notice. Further, the Board of Directors recommends the resolution stated in the said item for the approval of members of the Company by way of Special Resolution.

Except Mr. Mahendra Karnawat and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said Resolution.

**ITEM NO. 7**

The term of office of Five (5) years of Mr. Shreyansh Dhabriya as Whole-Time Director will be ending on August 31, 2019. The shareholders of the Company had also accorded their approval for payment of remuneration to him up-to August 31, 2017 through their Extra-Ordinary General Meeting on September 01, 2014.

**Remuneration:** In terms of the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, where in any financial year, during the currency of the tenure of managerial personnel, the Company has no profits or its profits are inadequate, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following: -

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.
- (iii) A special resolution has been passed at a general meeting of the Company.

The Company has no inadequate profits in the previous year 2016-17 and for the period ended 30<sup>th</sup> June 2017 in current financial year 2017-18. However, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

The Ministry of Corporate Affairs vide its Notification dated 12<sup>th</sup> September 2016 brought changes in the provisions under Schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by increasing the limits of yearly remuneration basis effective capital as under:

- ❖ The companies having effective capital of above 5 crores but less than 100 crores can pay remuneration up-to ₹ 84 Lakhs per annum.
- ❖ This limit, specified above, shall be doubled if the special resolution is passed in the matter.

Keeping in view of the above, it is proposed to revise the maximum monthly basic salary from ₹ 1,00,000/- (Rupees One Lakhs) to ₹ 2,00,000/- (Rupees Two Lakhs) to Mr. Shreyansh Dhabriya, Whole-Time Director of the Company with effect from April 01, 2017 for the remaining period of his tenure ending on August 31, 2019, in terms of Companies Act, 2013.

Particulars of details of Mr. Shreyansh Dhabriya, Whole-Time Director, pursuant to the information as required under Schedule V of the Companies Act, 2013 including Secretarial Standard - 2 and SEBI (LODR) Regulations, 2015, as applicable, are stated in *Annexure* [Point I, II(A), III and IV] to the Notice.

Pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held on August 14, 2017 approved the remuneration as stated in Item No. 7 of the Notice. Further, the Board of Directors recommends the resolution stated in the said item for the approval of members of the Company by way of Special Resolution.

Except Mr. Digvijay Dhabriya, Mrs. Anita Dhabriya & Mr. Shreyansh Dhabriya and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said Resolution.

**ANNEXURE TO THE NOTICE**

**STATEMENT PURSUANT TO THE PROVISIONS OF SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 [INCLUDING SECRETARIAL STANDARD – 2 AND SEBI (LODR) REGULATIONS, 2015, AS APPLICABLE] IN RESPECTS OF ITEM NO. 4 TO 7 OF THE NOTICE**

**I. GENERAL INFORMATION**

- 1. Nature of industry:** Manufacturers & Suppliers of Extruded uPVC/PVC Profiles, Sheets, Moldings & uPVC Windows & Doors etc.
- 2. Date or Expected Date of Commencement of Commercial Production:**  
The Company started its commercial production in the year 1995.

**3. In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:**

Not Applicable

**4. Financial Performance based on given indicators:**

(₹ in Lakhs)

Particulars	2016-17	2015-16	2014-15
Paid up Capital	1058.02	1025.00	820.00
Reserve & Surplus	1696.42	1191.07	1070.71
Gross Revenue	8082.32	6881.44	7264.83
Profit before tax	569.35	497.79	430.19
Tax expenses	195.99	172.34	151.69
Profit after tax	373.36	325.44	278.50

**5. Foreign investments or collaborations, if any**

The Company has not entered any foreign collaboration and no direct capital investment has been made in the company in the last three financial years.

**II. Information about the Appointee**

**A. Mr. Digvijay Dhabriya**

**1. Background Details**

Mr. Digvijay Dhabriya, aged 52, is one of the founding members of Dhabriya Polywood Limited. He is guiding force behind the success of the Company. He has done Bachelor of Engineering (Mechanical) from MBM Engineering College, Jodhpur and Post Graduate in Plastic Engineering from Central Institute of Plastic Engineering & Testing (CIPET), Chennai and carry rich experience of over 27 years in the various business activities ranging from manufacturing, fabrication, trading, distribution of Plastic products including PVC Profiles and UPVC windows and doors and in the same line of business.

**2. Past Remuneration**

Mr. Digvijay Dhabriya was paid ₹ 64.80 Lakhs as annual remuneration for the financial year 2016-17.

**3. Recognition or Awards**

He has been awarded Udyog Patra for self-made industrialist in the year 2010 by the Institute of Trade and Industrial Development, New Delhi, Samaj Ratna Award from Rajasthan Jan Manch in the year 2004 and prestigious award through MSME Minister Shri Kalraj Mishra for Udyamita Gaurav Samman for Utkrast Utpadakta Evam Rojgaar Srajan on the

grand occasion of Laghu Udyog Bharti National Convention 2014.

**4. Job Profile and Suitability**

Mr. Digvijay Dhabriya devotes his full time and attention to the business of the Company and is responsible for the general conduct and management of the affairs of the Company, subject to superintendence, control and supervision of the Board. Mr. Dhabriya has over two and half decades of invaluable experience in the line of the business of the Company which is compatible with the Organizational requirements and the Company would definitely benefit under his leadership and valuable guidance. He is also member of your company's Shareholders/Investor Grievance Committee.

**5. Remuneration Proposed**

The remuneration proposed to be paid to Mr. Digvijay Dhabriya is provided in Item No. 4 of the Notice.

**6. Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person**

The Nomination and Remuneration Committee constituted by the Board, perused the remuneration of managerial person in other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Mr. Digvijay Dhabriya before recommending the remuneration as proposed hereinabove.

**7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**

Besides the remuneration proposed, Mr. Digvijay Dhabriya also holds 7181238 equity shares of the company. Mr. Digvijay Dhabriya, Managing Director and being relative may be deemed to be interested in the resolution relating to the remuneration of Mrs. Anita Dhabriya and Mr. Shreyansh Dhabriya.

**B. Mrs. Anita Dhabriya**

**1. Background Details**

Mrs. Anita Dhabriya, aged 47, has done Bachelor of Commerce from Ajmer University and carry rich experience of over 17 years in the administrative work. She actively engaged in the administrative and operational affairs of

the company and responsible for business development of the company

**2. Past Remuneration**

Mrs. Anita Dhabriya was paid ₹ 18.60 Lakhs as annual remuneration for the financial year 2016-17.

**3. Recognition or Awards**

NIL

**4. Job Profile and Suitability**

Mrs. Anita Dhabriya is the Whole-Time Director of the Company. She is actively involved in the administrative work of the Company and has played a vital part in bringing efficiency to the organization. Her experience provides us to achieve new heights and build reputed image of company in competitive market.

**5. Remuneration Proposed**

The remuneration proposed to be paid to Mrs. Anita Dhabriya is provided in Item No. 5 of the Notice.

**6. Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person**

The Nomination and Remuneration Committee constituted by the Board, perused the remuneration of managerial person in other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Mrs. Anita Dhabriya before recommending the remuneration as proposed hereinabove.

**7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**

Besides the remuneration proposed, Mrs. Anita Dhabriya also holds 470226 equity shares of the company. Mrs. Anita Dhabriya, Whole-Time Director and being relative may be deemed to be interested in the resolution relating to the remuneration of Mr. Digvijay Dhabriya and Mr. Shreyansh Dhabriya.

**C. Mr. Mahendra Karnawat**

**1. Background Details**

Mr. Mahendra Karnawat, aged 48, has done Master of Commerce from MDS University, Ajmer and carry rich experience of over 23 years in the field of sales, marketing and production. He takes care of overall production

process of the company and provides strategic inputs to the administration for better materials, new design and development of the products conveying complex product development concepts in a simple and compelling manner.

**2. Past Remuneration**

Mr. Mahendra Karnawat was paid ₹ 14.40 Lakhs as annual remuneration for the financial year 2016-17.

**3. Recognition or Awards**

NIL

**4. Job Profile and Suitability**

Mr. Mahendra Karnawat is a Whole-Time Director of the Company. He is coordinating & utilizing effective manpower and resources to the maximum to meet production goals and helps in planning for meeting deadlines for output of production and the quality of the product.

**5. Remuneration Proposed**

The remuneration proposed to be paid to Mr. Mahendra Karnawat is provided in Item No. 6 of the Notice.

**6. Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person**

The Nomination and Remuneration Committee constituted by the Board, perused the remuneration of managerial person in other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Mr. Mahendra Karnawat before recommending the remuneration as proposed hereinabove.

**7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**

Except the remuneration as stated above, Mr. Mahendra Karnawat holds 46250 equity shares in the Company, he has no other direct or indirect pecuniary relationship with the Company.

**D. Mr. Shreyansh Dhabriya**

**1. Background Details**

Mr. Shreyansh Dhabriya, aged 23, is an Engineer from the VIT University, Vellore. He possesses excellent communication skills and actively engaged in establishing sustainable

and profitable relationship with teams and customer, dealers and distributors across the country in order to maximize company's profitability and efficiency.

**2. Past Remuneration**

Mr. Shreyansh Dhabriya was paid ₹ 12.00 Lakhs as annual remuneration for the financial year 2016-17.

**3. Recognition or Awards**

He has been awarded by Certificate of Appreciation for being a part of organizing team of "India Emerge Youth Summit 2012" at national Level Conference.

**4. Job Profile and Suitability**

Mr. Shreyansh Dhabriya is a Whole-Time Director of the Company. He is actively involved in new product development and implementation of new processes for improvement of productivity at various levels

**5. Remuneration Proposed**

The remuneration proposed to be paid to Mr. Shreyansh Dhabriya is provided in Item No. 7 of the Notice.

**6. Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person**

The Nomination and Remuneration Committee constituted by the Board, perused the remuneration of managerial person in other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Mr. Shreyansh Dhabriya before recommending the remuneration as proposed hereinabove.

**7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**

Besides the remuneration proposed, Mr. Shreyansh Dhabriya also holds 24074 equity shares of the company. Mr. Shreyansh Dhabriya, Whole-Time Director and being relative may be deemed to be interested in the resolution relating to the remuneration of Mrs. Anita Dhabriya and Mr. Digvijay Dhabriya.

**III. Other Information**

**1. Reason of loss or inadequate profits:**

The Company does not envisage any loss or inadequate profits. However, hike in the interest rate, rising running cost and challenging business environment may affect the profitability of the

Company in future. The Company proposes to obtain approval of Members as an abundant caution in case the standalone profits are insufficient to pay the managerial remuneration as above.

**2. Steps taken or proposed to be taken for improvement:**

The Company is always looking forward to taking all such steps and measures including expansion, diversification, innovations which are in the best interest of the company. Though, the prices of raw materials and products are influenced by external factors, the Company is making all possible efforts to improve the margins.

**3. Expected increase in productivity and profits in measurable terms:**

The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

**IV. Disclosures**

The information, as required, is provided under Corporate Governance Section of the Annual Report 2016-17. The remuneration package proposed to be given to each managerial personnel is as per the details given in the resolution. The Report on Corporate Governance in the Annual Report indicates the remuneration paid to the managerial personnel as well as to all other Directors. There is no severance fee or stock option in the case of the aforesaid managerial personnel.

**ITEM NO. 8**

As per the provisions of sections 20 of the Companies Act, 2013, a document may be served on any member by sending it to him by post or by registered post or by speed post or by courier or by delivering to his office or address, or by such electronic or other mode as may be prescribed. Further, a member may request for delivery of any document through a particular mode, for which he shall pay such fees in advance as may be determined by the company in its annual general meeting.

Accordingly, the Board of Directors recommend the resolution for your approval by a special resolution.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company is concerned or interested, financially or otherwise, in this resolution.

**Form No. MGT-11  
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 : L29305RJ1992PLC007003  
Name of the Company : Dhabriya Polywood Limited  
Registered Office : B-9D(1), Malviya Industrial Area, Jaipur

<b>Name of the Member(s):</b>		
<b>Registered Address:</b>		
<b>E-mail Id:</b>	Folio No /Client ID:	DP ID:

I/We, being the member(s) of \_\_\_\_\_ shares of the above-named company hereby appoint:

Name:	E-mail Id:
Address:	
Signature, or failing him	

Name:	E-mail Id:
Address:	
Signature, or failing him	

Name:	E-mail Id:
Address:	
Signature, or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25<sup>th</sup> Annual General Meeting of the company, to be held on the Tuesday, 26<sup>th</sup> Day of August 2017, at 11.00 a.m. at SP-2032(A), Ramchandrapura Industrial Area, Sitapura Extension, Jaipur - 302020 (Rajasthan) and/or at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Vote	
		For	Against
<b>Ordinary Business</b>			
1.	Consider and adopt a. Audited Financial Statement for the financial year ended March 31, 2017 and Reports of Directors and Auditors thereon b. Consolidated Audited Financial Statement for the financial year ended March 31, 2017 and Reports of Auditors thereon		
2.	Re-appointment of Mr. Mahendra Karnawat, who retires by rotation		
3.	Ratification of the appointment of M/s Narendra Sharma & Co., Chartered Accountants as Statutory Auditors and to fix their remuneration.		
<b>Special Business</b>			
4.	Payment of remuneration to Mr. Digvijay Dhabriya		
5.	Payment of remuneration to Mrs. Anita Dhabriya		
6.	Payment of remuneration to Mr. Mahendra Karnawat		
7.	Payment of remuneration to Mr. Shreyansh Dhabriya		
8.	Determination of fees to be charged for service of document in a particular mode.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017

Signature of Shareholder

Signature of Proxy holder

Affix Revenue stamp here
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Notes:

- Please put a 'X' in the Box in the appropriate column against the respective resolutions. 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.
- This form of Proxy must be deposited at the Registered Office of the Company at B-9D(1), Malviya Industrial Area, Jaipur (Raj) - 302017, not less than 48 hours before the commencement of the Meeting.



## DHABRIYA POLYWOOD LIMITED

(Formerly known as Dhabriya Agglomerates Ltd.)

Regd. Office : B-9D(1), Malviya Industrial Area, JAIPUR-302 017 (Raj.) INDIA

Phone : +91-141-4057171, 4040101-105 | Fax : +91-141-2750814

E-mail : info@polywood.org | Website : www.polywood.org

CIN : L29305RJ1992PLC007003

### ATTENDANCE SLIP

### 25<sup>th</sup> Annual General Meeting – Tuesday, September 26, 2017

Full name of the members attending \_\_\_\_\_  
(In block capitals)

Ledger Folio No. /DP ID No. \_\_\_\_\_

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

Name of Proxy holder \_\_\_\_\_  
(To be filled in, if the proxy attends instead of the member)

I certify that I am a member /proxy for the members of the Company

I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 26, 2017, at 11.00 A.M. at SP-2032(A), Ramchandrapura Industrial Area, Sitapura Extension, Jaipur- 302020

\_\_\_\_\_  
(Name of Member/Proxy)

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

*Note: Please fill up this attendance slip and handed it over at the entrance of the meeting venue. Members are requested to bring their copies of the Annual Report to the AGM.*

#### E-Voting Particulars

EVSN (Electronic Voting Sequence Number)	PAN
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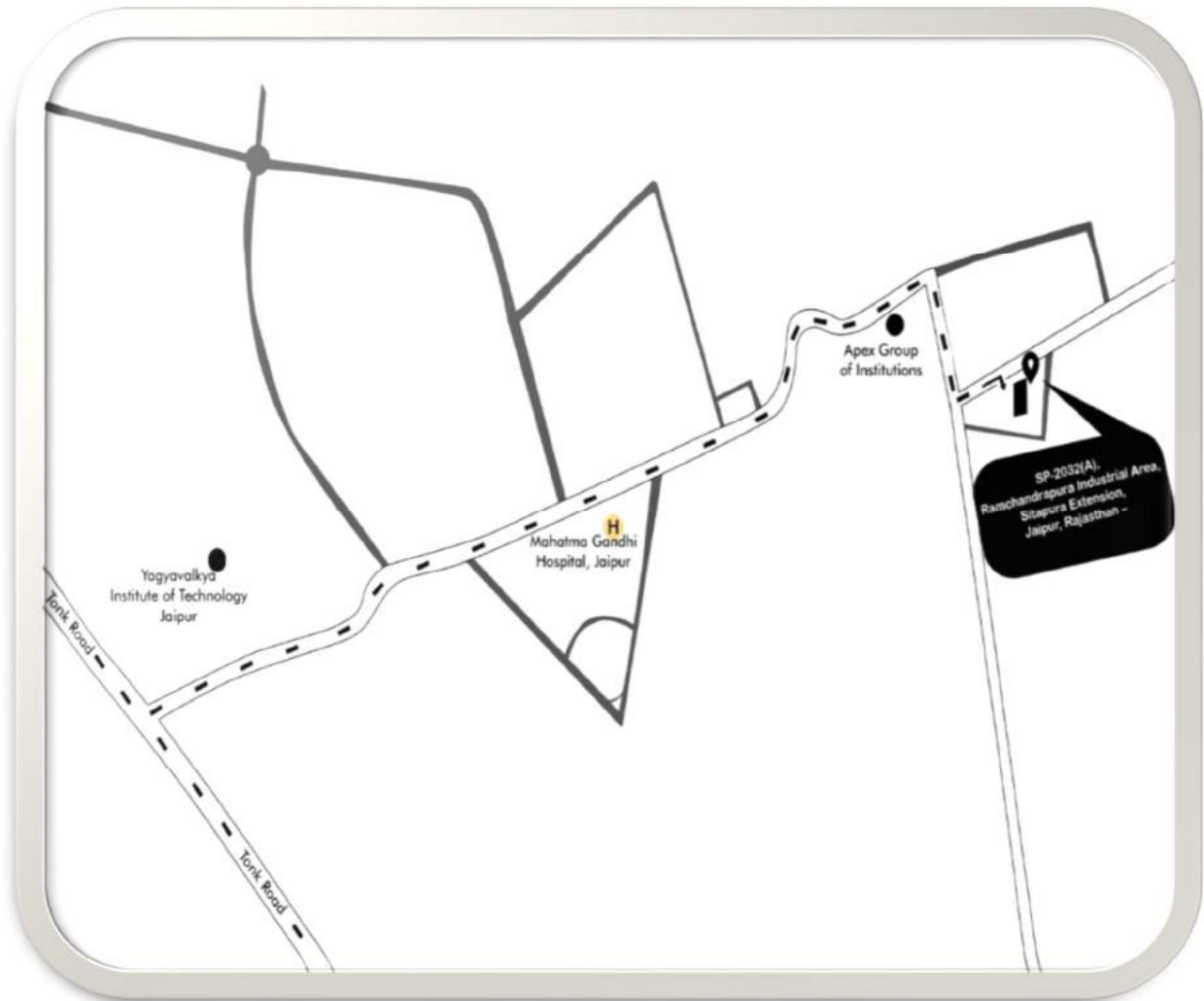
The e-voting facility will be available during the following period:

Commencement of E-voting	End of E-voting
Saturday, September 23, 2017, 09.00 A.M	Monday, September 25, 2017, 05.00 P.M

Please read the instructions on e-voting as mentioned in the notice of 25<sup>th</sup> Annual General Meeting.



**ROUTE MAP OF AGM VENUE**



**25<sup>th</sup> ANNUAL GENERAL MEETING**

**DHABRIYA POLYWOOD LIMITED**

**AGM VENUE: SP-2032(A), Ramchandrapura Industrial Area,  
Sitapura Extension, Jaipur – 302020 (Raj.)**