

GARDEN SILK MILLS LIMITED
CIN No. L17111GJ1979PLC003463
Regd. Office: Tulsi Krupa Arcade, First Floor,
Puna-Kumbharia Road, Dumbhal, Surat 395010
Tel. No. 91-261-2311197-98, Fax No. 91-261-2311029/502,
Website: www.gardenvareli.com
Email: shareddepartment@gardenvareli.com

NOTICE OF 37TH ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE

NOTICE is hereby given that the 37th Annual General Meeting (“AGM”) of the Members of the Company will be held on Wednesday, 14th September, 2016 at 11:00 a.m. at the Registered Office of the Company at Tulsi Krupa Arcade, Puna-Kumbharia Road, Dumbhal, Surat 395010 to transact the business as set out in the Notice of AGM dated 28th May, 2016.

In terms of Section 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, (‘the Act and Rules’) the notice setting out the business to be transacted at the AGM along with the Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and Annual Report of the Company for the Financial Year 2015-16 have been sent through electronic mode to those shareholders who have registered their e-mail Ids with depositories or with the Company and the physical copies were dispatched to the other shareholders by permissible mode. The dispatch of the Notice has been completed on 23rd August, 2016.

The Annual Report along with the Notice of AGM is available on the Company’s Website www.gardenvareli.com and also available on the website of the Karvy Computershare Private Limited (“Karvy”) at <https://evoting.karvy.com>. The shareholders, who wish to receive physical copy of the annual report, may e-mail their request to the Company at shareddepartment@gardenvareli.com or to Registrar of the Company Karvy at evoting@karvy.com.

The Company has provided its Members facility of remote e-voting in compliance with the Act and Rules; and Regulation 34 of SEBI Listing Agreement. The Company has engaged Karvy as the authorised agency to provide e-voting facility. The details as required pursuant to the Act and Rules are as under

1. The cut-off date to determine eligibility to cast vote through remote e-voting and voting at the AGM is Thursday 8th September, 2016. The remote e-voting period will start on Saturday, 10th September, 2016 at 10:00 a.m. and will end on Tuesday, 13th September, 2016 at 5:00 p.m. for all the members, whether holding shares in physical form or in dematerialised form. The remote e-voting module will be disabled by Karvy for voting thereafter. Remove e-voting shall not be allowed beyond the said date and time.
2. The members who have not cast their votes by remote e-voting can exercise their voting rights at the AGM. The Company will make arrangements of ballot papers in this regards at the AGM venue.
3. A member may participate in the meeting even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the meeting.
4. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the meeting through ballot paper.

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5. Once the vote is cast by a Member, he / she shall not be allowed to change it subsequently. Any person, who acquires shares of the Company and becomes a Member of the Company after the dispatch of the notice of AGM and holding shares at the cut-off date i.e. Thursday, 8th September, 2016, may obtain Login ID and Password by sending a request at evoting@karvy.com. In case of any queries relating to remote e-voting, please visit Help and Frequently Asked Question (FAQs) section available on Karvy's website <https://evoting.karvy.com>. For any grievances related to remote e-voting, please contact Mrs. Shobha Anand, Karvy Computershare Pvt. Ltd., Karvy Selenium, Tower B, Plot 31-32, Financial District, Gachibowli, Nanakramguda, Hyderabad 500032 at e-mail: evoting@karvy.com, Tel. No.: 040-67162222.
6. The Company has appointed Mr. Kunjal Dalal proprietor of K. Dalal & Associates, Practicing Company Secretaries, Surat, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
7. The results declared along with the scrutinizers report shall be placed on the Company's website www.gardenvareli.com and on the website of Karvy for information of the Members, besides being communicated to the Stock Exchanges.

Notice is further given pursuant to Section 91 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 8th September, 2016 to Wednesday, 14th September, 2016 (both days inclusive) for the purpose of Annual General Meeting.

**By Order of the Board of Directors
For Garden Silk Mills Limited**

Place: Surat
Date: 23rd August, 2016

Kamlesh B. Vyas
Company Secretary
Membership No.: FCS 4234