


HIKAL
HIKAL LTD

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**NOTICE OF 28th AGM, E-VOTING FOR
 TRANSACTING BUSINESS & BOOK CLOSURE**

Notice is hereby given that the 28th (Twenty Eighth) Annual General Meeting ("AGM") of the Company will be held on Wednesday, 10 August 2016 at 3.30 p.m. at Centrum Hall 'A', 1st Floor, Centre 1, World Trade Centre, Cuffe Parade, Mumbai 400 005, to transact the businesses as set out in the Notice convening the 28th AGM.

The Notice of AGM setting out the Ordinary and Special Business to be transacted at the Meeting along with the Attendance Slip, Proxy Form, Ballot Form and the Annual Report of the Company of the Financial Year 2015-16 which inter-alia, comprise of Audited Financial Statement and Audited Consolidated Financial Statement of the Company for Financial Year ended 31 March 2016 and the Reports of the Board of Directors and Auditors thereon have been sent to the Members at their registered address by Courier on 16 July 2016 and electronically to those Members whose e-mail address are registered with the Depositories / Registrar & Transfer Agents / Company, on 18 July 2016. Notice and Annual Report is also available on web site www.hikal.com under investors section.

The final dividend of ₹ 0.50 per share recommended by the Board, and if approved by the Members at the ensuing AGM, will be paid to the Members whose names appear on the Register of Members as on 10 August 2016 and to the Beneficial Owners of the shares as on 3 August 2016, as per the details furnished by the Depositories for this purpose.

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company offers the e-voting facility to the Members to cast their votes by electronic means on all the resolutions set out in the Notice convening the AGM.

The details required to be given under the Companies Act, 2013 and Rules made thereunder are as follows:

1. Mr Ashish C Bhatt, Practicing Company Secretary (Membership No. ACS 4650) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
2. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide electronic voting facility to the Members of the Company.
3. The voting period begins at 9.00 a.m. IST on Sunday, 7 August 2016 and ends at 5.00 p.m. IST on Tuesday, 9 August 2016. During this period the Members of the Company holding shares either in physical form or in dematerialized mode (as on the cut-off date which is 3 August 2016), may cast their votes electronically. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on this cut off date.
4. The e-voting module shall be disabled by CDSL for voting after 5.00 p.m. IST on Tuesday, 9 August 2016 and voting shall not be allowed beyond the said timings.
5. Members who do not have e-voting facility can take the benefit of Ballot Form sent along with the Notice. Duly completed Ballot Form should reach the Scrutinizer not later than 5.00 p.m. IST on Tuesday, 9 August 2016. Ballot Form received after 5.00 p.m. IST on 9 August 2016 will be strictly treated as if the reply from the Members has not been received.
6. A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
7. The voting rights of Members have been reckoned as on 3 August 2016, being the cut-off date for the purpose of e-voting. Members of the Company holding shares either in physical or in dematerialized form, as on the cut off date, may cast their votes.
8. Details of the manner of casting of votes are provided in the Notice of AGM posted on the website of the Company viz www.hikal.com and on the website of the CDSL viz www.evotingindia.com
9. Facility of voting at AGM is also provided. Members who have not cast their vote by e-voting or ballot form through post can vote at AGM. Members who have cast the vote by e-voting or ballot form through post can attend the AGM but shall not be allowed to vote again.
10. The results shall be declared within 48 hours of end of e-voting period. The Results declared along with Scrutinizers Report shall be placed on the Company's website www.hikal.com and communicated to the Bombay Stock Exchange Limited and National Stock Exchange of India Limited, on which shares of the Company are listed.
11. Voting exercised on photo copy of ballot form will not be considered while counting the votes. Members can write to the Company / Registrars and Share Transfer Agents for duplicate Ballot form, if required.
12. Any person who acquires shares of the Company and become a Member of the Company after dispatch of Notice of AGM and holding shares as of the cut-off date i.e. 3 August 2016, may obtain user ID and Password by sending a request at helpdesk.evoting@cdslindia.com or contact at 18002005533. However, Members already registered with CDSL for remote e-voting, can use their existing User ID and Password for this purpose.
13. 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, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Devanand Dalvi, General Manager of Universal Capital Securities Private Limited at 21, Shakil Niwas, Opp. Satya Sai Baba Mandir, Mahakali Caves Road, Andheri (East), Mumbai - 400 093 or they may also request at their e-mail: hikal@unisec.in or at Tel No.91-22-2820 7203/04/05, Fax :91-22-2820 7207.

Notice is further given that pursuant to the provisions of Section 91 of the Companies Act, 2013 read with the Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 4 August 2016 to Wednesday, 10 August 2016 (both days inclusive).

Place : Mumbai
 Date : 18 July 2016

By Order of the Board
Sham Wahalekar
 Company Secretary