

Accordingly, the Board recommends the resolution for regularization/ appointment, being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing for a period of 5 years with effect from 30<sup>th</sup> September, 2019 to 29<sup>th</sup> September, 2024 and seeks your approval to the said resolution”.

**Regd. Office:**

Plot No. B-3,  
In front of Shakti Tyres,  
Midc Ph-1, Akola – 444001,  
Maharashtra

**Date: 04<sup>th</sup> September, 2019**

**Place: Mumbai**

**By Order of the Board  
for ARIHANT TOURNESOL LIMITED**

**Purvai V Chaudhari**  
**Company Secretary & Compliance Officer**  
Add: 137/138A, Jolly Maker -II  
Nariman Point- Mumbai-400 021

**Notes:**

1. **The Explanatory Statement, pursuant to the provisions of Section 102 of the Companies Act, 2013 (the 'Act'), in respect of Special Business to be transacted at the 28<sup>th</sup> Annual General Meeting (the 'AGM' or 'Meeting'), is annexed and forms part of this Notice.**
2. **The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking re-appointment under are also annexed.**
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument(s) appointing the proxy, if any, shall be deposited at the registered office of the Company PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1, AKOLA - 444001, MAHARASTRA, INDIA not less than Forty Eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies shall not have any right to speak at the meeting.

A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than Ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

4. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to send to the Company a Certified True Copy of the Board Resolution / Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. Proxy form(s) must be duly completed, signed and stamped. Incomplete proxy forms are considered to be as invalid and the proxy so appointed shall not be entitled to vote on the resolution(s) in the AGM. A proxy holder needs to show his identity at the time of attending the Meeting. Further, in case, if the Company receive multiple proxies for the same holding of a member, the proxy which is dated last shall be considered valid, if it is not dated or bear the same date without mentioning specific time then all the proxies so send by the member shall be considered to be as invalid. During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company provided that not less than three days of notice in writing is given to the Company.
6. Members, Proxies and Authorized Representative(s) are requested to bring the duly filled and signed Attendance Slips (enclosed), complete in all respect at the Venue of AGM in order to enable us to register your attendance at the venue of the AGM. Members are requested to bring their Folio No. / DP ID - Client ID along with their shareholding to enable us to provide the Attendance Slips for your signature and participation at the Meeting.
7. In case of joint holders attending the Meeting, only the member whose name appears to be first will be entitled to vote.
8. Only bonafide members of the Company whose names appear on the Register of Members / Proxy holders and in possession of valid attendance slips duly filled and signed will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the AGM.

9. As per the provision of Section 72 of the Act, the facility for making Nomination is available for the members in respect of their shareholding in the Company. The members are requested to submit the complete and signed form SH-13 with their Depository Participant ('DP') who holds the shares in dematerialized form and those who are holding physical shares shall at send the same to the Registrar and Share Transfer Agent - Big Share Services Pvt. Ltd. situated at 01st Floor Bharat Tin Works Building, Opposite Vasant Oasis, Makwana Road, Marol, Andheri- East, Maharashtra- Mumbai -400059.
10. Members holding shares in physical form are requested to notify/send the following to the RTA of the Company:
- i) Any change or update in their mailing address;
  - ii) Particulars of their PAN, Bank account & e-mail ids in case the same have not been registered with the Company;
  - iii) Members who hold shares in physical form in multiple folios in identical names are requested to send all share certificates for consolidation into single folio.

Further, please note that Members holding equity shares in electronic form are requested to contact to their respective DP with whom they are maintaining the Demat accounts for updation in address, e-mail ids, Bank details, Bank mandate, ECS mandate, etc.

11. SEBI had vide Notification Nos. SEBI/LAD-NRO/ GN/2018/24 dated 8th June 2018 and SEBI/LAD-NRO/ GN/2018/49 dated 30th November 2018 read with BSE circular no. LIST/COMP/15/2018-19 dated 5th July 2018 directed that transfer of securities would be carried out in dematerialized form only with effect from 1st April 2019, except in case of transmission or transposition of securities. Accordingly, Members holding securities in physical form were separately communicated by the Registrar and Share Transfer Agent M/s. Big Share Services Private Limited at their registered address. In view of the above and to avail the benefits of dematerialisation, members are requested to consider dematerialising shares held by them in physical form. However, the transfer deed(s) lodged prior to the 1st April deadline and returned due to deficiency in the document, may be re-lodged for transfer even after the deadline of 1st April, 2019 with the office of M/s. Big Share Services Private Limited at 01st Floor Bharat Tin Works Building, Opposite Vasant Oasis, Makwana Road, Marol, Andheri- East, Maharashtra- Mumbai -400059, Tel No: 022 62638200/ 62638270, Fax: + 022 62638299, Email: shwetas@bigshareonline.com or jibu@bigshareonline.com.
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act will be available for inspection by the members at the AGM. All the documents referred to in the accompanying Notice and the Explanatory Statement, are open for inspection at the Registered Office of the Company during the business hours on working days and up to & including the date of AGM and the copies thereof shall also be made available for inspection at the Corporate Office of the Company.
13. A Route Map along with Prominent Landmark for easy location to reach the venue of the AGM is annexed with the Notice of AGM and is also available on the website of the Company.
14. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday 24.09.2019 to Monday 30.09.2019 (both days inclusive) in connection with the Annual General Meeting.
15. Members are requested to address all correspondences to the Registrar and Share transfer Agents, M/s. Big Share Services Private Limited, situated at 01st Floor Bharat Tin Works Building, Opposite Vasant Oasis, Makwana Road, Marol, Andheri- East, Maharashtra- Mumbai -400059, Tel No: 022 62638200/ 62638270, Fax: + 022 62638299, Email: [shwetas@bigshareonline.com](mailto:shwetas@bigshareonline.com) or [jibu@bigshareonline.com](mailto:jibu@bigshareonline.com)

16. The electronic copy of the Annual Report with the Notice of the AGM (alongwith Proxy Form, Attendance Slip and Route Map to the AGM Venue) for the financial year ended 31 March, 2019 is being sent to all the members whose email IDs are registered with the Company / DPs unless any member has requested for a physical copy of the same. For Members, who have requested for physical copy or who have not registered their email address, physical copies of the Annual Report with the Notice of the AGM (along with Proxy Form, Attendance Slip and Route Map to the AGM Venue) is being sent through permitted mode.

To support the 'Green Initiative', the members who are yet to register / update their email address with the Company or DPs are once again requested to register / update the same for receiving the Notices, Annual Reports and other documents / communications through electronic mode.

17. The Notice of AGM (along with Proxy Form, Attendance Slip and Route Map to the AGM Venue) and the Annual Report for the year ended 31 March, 2019 are available at the Company's website [www.arihanttournesol.com](http://www.arihanttournesol.com).
18. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS2) issued by the Institute of Companies Secretaries of India, Members have been provided with the facility to cast their vote electronically through the e-voting services.
19. Notice of the 28<sup>th</sup> Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participant(s) for communication purposes through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 28<sup>th</sup> Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent through the permitted mode.

**The instructions for e-voting are as under:**

- (i) The e-voting period commences on, Friday 27<sup>th</sup> September 2019 ( 10:00 a.m.) IST and ends on Sunday 29<sup>th</sup> September 2019 @ (5:00 (p.m.) IST, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Monday 23<sup>rd</sup> September, 2019. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on Shareholders / Members
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.

- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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 (refer serial no. printed on the name and address mail) 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. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	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. <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 (iv).</li></ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the Arihant Tournesol Limited on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.



- (xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) 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.
- (xix) M/S. MOKSHALI SINGHI & ASSOCIATES, Practicing Company Secretaries, has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
- (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).

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sr. no. (i) to sl. no. (xix) above to cast vote.
- (B) The e-voting period commences on, Friday 27<sup>th</sup> September 2019 (10:00 a.m.) IST and ends on Sunday 29<sup>th</sup> September 2019 @ (5:00 (p.m.) IST, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Monday 23<sup>rd</sup> September, 2019. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (C) 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).

**ANNEXURE TO THE NOTICE**  
**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION**  
**102 OF THE COMPANIES ACT, 2013**

**Item No. 3**

The Board of Directors of the Company, pursuant to the recommendation of the Governance, Nomination and Remuneration Committee has appointed Mr. SAMEER MADHUKAR JOSHI (DIN: 08415157) as an Additional Non-Executive Non-Independent Director of the Company with effect from 14th May, 2019. He holds office upto the date of the ensuing Annual General Meeting pursuant to section 161 of the Companies Act, 2013 ("the Act") .

Mr. Sameer Madhukar Joshi, aged 42 years, is a HSC from Dr. Babasaheb Ambedkar College, Maharashtra Board by qualification. he has more than 15 years of experience in the fields of Liasioning Assistant and Computer Operator and serving various kind of services he had worked for Indiabulls Company Limited, serving various kind of services in areas of Audit, Taxation, Corporate Finance, Corporate Advisory, Risk Management, Corporate Governance, All kind of work of Corporate Affairs/ Liaison Process Manual.

The Company has received notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director of the Company.

The Board is of the view that Mr. SAMEER MADHUKAR JOSHI (DIN: 08415157) knowledge and experience will be of immense benefit and value to the Company and pursuant to the recommendation of the Governance, Nomination and Remuneration Committee, recommends his appointment to the Members as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing for a period of 5 years with effect from 30<sup>th</sup> September, 2019 to 29<sup>th</sup> September, 2024 and seeks your approval to the said resolution.

Save and except Mr. SAMEER MADHUKAR JOSHI (DIN: 08415157), and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of the Notice. None of the Directors and KMP of the Company are inter-se related to each other.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

DETAILS AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LISTING REGULATIONS") AND SECRETARIAL STANDARD ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, OF THE PERSON SEEKING RE-APPOINTMENT UNDER ITEM NO. 2 and ITEM No. 3 OF THE NOTICE, ARE PROVIDED HEREUNDER:

**Annexure A :**

<b>Name of the Director</b>	Mr. Rajiv Sethi	Mr. Sameer Madhukar Joshi
<b>DIN</b>	00681346	08415157
<b>Date of Birth</b>	13.01.1961	16.10.1978
<b>Date of first Appointment on the Board</b>	12.02.2018	14.05.2019
<b>Qualification</b>	B.Com	HSC
<b>Brief resume of the Director</b>	<p><i>Experience:</i></p> <p>He has Completed construction and gave possession of 2 Real Estate Development Projects, One near Shivaji Park and another at Parel, worth about Rs.120 crores. Negotiations for Joint Venture marketing, financing, permissions from appropriate authorities, liaisioning with Government Departments, Ministry of Revenue, Ministry of Textiles, Urban Development, Co-ordination with Architect, structural Consultants and Site Construction including finalization of construction cost etc.</p> <p>1.Chief Executive Officer - Arihant Tournesol Ltd.,</p> <p>Efforts also resulted in appointment of C&amp;F Agents all over the country for branded edible oils and setting up of franchise stations for localization of packaging to avoid duplication of cost. Managed communications, press relations and advertising through multiple media channels. Acquired extensive knowledge of brand marketing and dealer-distributor network. Developed close ties with all level of Government. During this tenure, also was Founder President of "Oil Packers Association." The solvent plant was the Third Highest Processor of Sunflower Cakes in the country in 1996-97.</p> <p>2. Joint CEO -Bastar Oil Mills &amp; Industries Ltd.</p> <p>Handled Marketing of Coco Butter Substitute – Sal Fat in Japan with</p>	<p><i>Experience :</i></p> <p>15 years of experience in the fields of Liasioning Assistant and Computer Operator and serving various kind of services he had worked for Indiabulls Company Limited, serving various kind of services in areas of Audit, Taxation, Corporate Finance, Corporate Advisory, Risk Management, Corporate Governance, All kind of work of Corporate Affairs/ Liaison Process Manual.</p>



	<p>ITOCHU CORP. AND MITSUI AND CO., and with LEVER BROS. In UK.</p> <p>Also handled export of Cattle Feed to Europe under Gafta Conditions. Also setup parallel manufacturing of Mahua Oil. Developed successful Business Practices and increased production and Import. Company received several Awards from Solvent Extractor Association regularly for Highest Processor and Exporter of SAL FAT.</p>	
<b>Terms &amp; conditions of appointment / re-appointment</b>	Tenure as a Director is subject to retirement of Director by rotation in terms of section 152 of the companies Act. 2013.	Not able to retire by rotation
<b>Details of remuneration sought to be paid and remuneration last drawn.</b>	Nil as a Director.	Sitting Fees Only
<b>Disclosure of Relationship with other Directors, Manager and Key Managerial personnel of the Company.</b>	Not inter-se related to any other Director or key Managerial personnel. The Company does not have a Manager.	Nil
<b>Number of meetings of the Board of Directors attended during the F.Y.2018-19.</b>	8/8	Nil
<b>Other Directorships held as on 31.03.2019</b>	<p>1) Orient Net Limited</p> <p>2) Fortune Infrastructure Developers Limited</p> <p>3) Omega Realtech Limited</p> <p>4) Omega Investments and Properties Limited</p> <p>5) DN Intelligent Wellness Private Limited</p>	Nil
<b>Shareholding in the company as on 31.03.2018</b>	98810 Equity Shares.	Nil

**Regd. Office:**

Plot No. B-3,  
In front of Shakti Tyres,  
Midc Ph-1, Akola – 444001,  
Maharashtra

**Date: 04<sup>th</sup> September, 2019**

**Place: Mumbai**

**By Order of the Board  
for ARIHANT TOURNESOL LIMITED**

**Purvai V Chaudhari**  
**Company Secretary & Compliance Officer**  
Add: 137/138A, Jolly Maker -II  
Nariman Point- Mumbai-400 021

# ARIHANT TOURNESOL LIMITED

CIN No: L15315MH1991PLC326590

Regd. Office: PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1, AKOLA, Maharashtra - 444001.

Corporate Address: - 137/138, Jolly Maker Chamber - II, Nariman Point, Mumbai - 400 021.

T.: +91-22 -62434600 | W:- [www.arihanttournesol.com](http://www.arihanttournesol.com) | E:[info@arihanttournesol.com](mailto:info@arihanttournesol.com)

## E-COMMUNICATION REGISTRATION FORM

To,

Big Share Services Private Limited

Unit: Arihant Tournesol Limited

Add: 01st Floor Bharat Tin Works Building,

Opposite Vasant Oasis, Makwana Road,

Marol, Andheri- (E), Maharashtra- Mumbai -400059

### GREEN INITIATIVE IN CORPORATE GOVERNANCE

I/we hereby exercise my/our option to receive all communications from the company such as Notice of General Meeting, Explanatory Statement. Audited Financial Statements. Director's Report etc. in electronic mode pursuant to the 'Green Initiative in Corporate Governance' taken by the Ministry of Corporate Affairs. Please register my e-mail ID as given below, in your records for sending the communications:

Folio No. / DP ID & Client ID: .....

Name of 1st Registered Holder :.....

Name of Joint Holders(s), if any :.....

Registered Address of the Sole/  
1st Registered Holder:.....

No. of Shares held:.....

E-mail ID (to be registered):.....

Date: ..... Signature: .....

Notes:

- 1) On registration, all communications will be sent to the e-mail ID registered.
- 2) The form is also available on the website of the company [www.arihanttournesol.com](http://www.arihanttournesol.com)
- 3) Shareholders are requested to keep the company's Registrar-Big Share Services Private Limited informed as and when there is any change in the e-mail address.

**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: L15315MH1991PLC326590**

**Name of the Company: ARIHANT TOURNESOL LIMITED**

**Registered office: PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1, AKOLA - 444001, MAHARASTRA, INDIA.**

Name of the Member (s) :

Registered address:

E-mail Id :

Folio No/Client ID:

DP ID:

I/We being the member (s) of ..... shares of the above named Company, hereby appoint

Sr. no	Name	Address	E-mail Id	Signature
1				
2				
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the \_\_\_\_\_ Annual general meeting of the Company, to be held on Monday, 30<sup>th</sup> September, 2019 at 3.00 p.m. (IST). at the registered office of the Company situated at :PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1, AKOLA - 444001, MAHARASTRA, INDIA.and at any adjournment thereof in respect of such resolutions as are indicated below :

**Resolution No.**

1.....

2.....

3.....

**Affix  
Revenue  
Stamp**

**Signed this..... day of..... 2019**

**Signature of shareholder**

**Signature of Proxy holder(s)**

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

## ATTENDANCE SLIP

Registered Folio / DP ID & Client ID	
Name	
Address of Shareholder	
No. of Shares held	

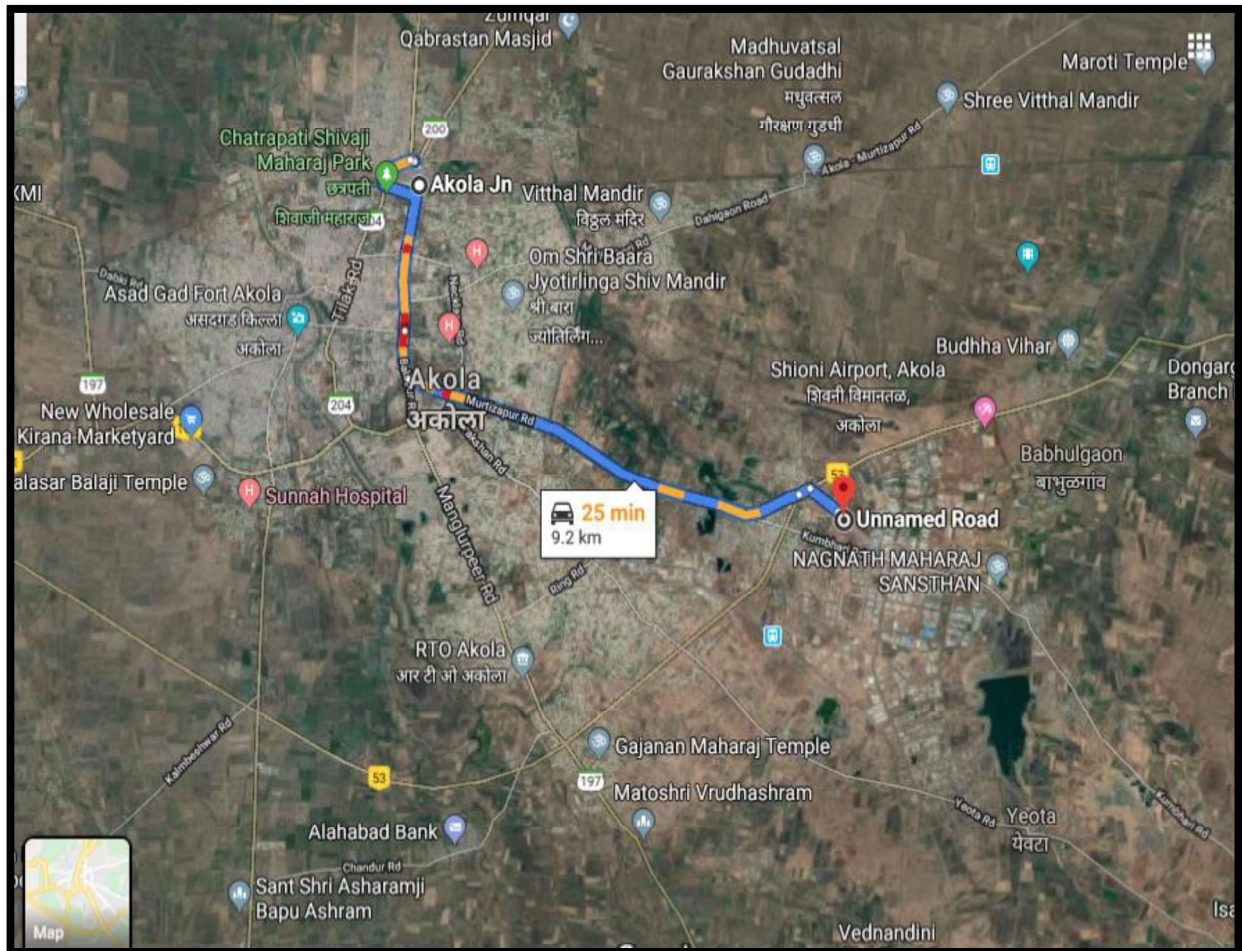
I/We hereby record my/our presence at 28<sup>th</sup> Annual General Meeting of the Company on 30<sup>th</sup> September, 2019 at 3.00 p.m. (IST). at the registered office of the Company situated at :PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1, AKOLA - 444001, MAHARASTRA, INDIA.

Signature of Shareholder / Proxy Present.....

**Note: 1.**

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy please bring copy of notice and annual report for reference at the meeting

**Route Map:**





# ARIHANT TOURNESOL LIMITED

CIN No: L15315MH1991PLC326590

Regd. Office: PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1, AKOLA, Maharashtra - 444001.

Corporate Address: - 137/138, Jolly Maker Chamber - II, Nariman Point, Mumbai - 400 021.

T.: +91-22 -62434600 | W:- www.arihanttournesol.com | E:info@arihanttournesol.com

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21 (1) (c) of the Companies (Management and Administrative Rules, 2014)]

## BALLOT FORM

- (1) Name and Registered Address of the Sole / First named Shareholder :
- (2) Name(s) of the Joint Holder(s) (if any) :
- (3) Registered Folio No./ DP ID No. and Client ID No.\* (\*Applicable to investors holding shares in dematerialized form)
- (4) Number of Share(s) held:
- (5) E-voting Event Number(EVEN) :
- (6) Used ID :
- (7) Password :
- (8) I/We hereby exercise my/our vote(s) in respect of the Resolutions set out in the Notice dated 04<sup>th</sup> September, 2019 of Arihant Tournesol Limited, by sending my/our assent or dissent to the said Resolutions by placing the tick( ) mark at the appropriate box below :

Item No Resolution	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent the Resolution (Against)
1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019, together with the Reports of the Board of Directors and Auditors Report thereon.			
2. To appoint a Director in place of Rajiv Sethi (DIN: 00681346) who retires by Rotation, and being eligible, offers himself for re-appointment			
3. To appoint Mr. Sameer Madhukar Joshi (DIN: 08415157) who was appointed as an Additional director designated as a Non-Executive Independent Director of the Company on 14 <sup>th</sup> May,2019 pursuant to Section 161 (1) of the Companies Act, 2013.			

Place:

Date :

Signature

## Instructions

- A. This Ballot Form is provided for the Members who do not have access to e-voting facility.
- B. 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 one through e-voting shall prevail and Ballot shall be treated as invalid.
- C. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the Annual General Meeting.
- D. The scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the resolutions forming part of the Notice of the Annual General Meeting.

### **Process and manner for Members opting to vote using the Ballot Form:**

Please complete and sign the Ballot Form (no other form or photo copy thereof is permitted) and send so as to reach the scrutinizer M/s. Mokshali Singhi & Associates ., Practicing Company Secretaries, having their office at 702, 7<sup>th</sup> Floor, 82, Goldmine, Jawahar nagar, Goregaon (West), Mumbai – 400104 as appointed by the board of Directors of M/s Arihant Tournesol Limited.

- 1. The Form should be signed by the Members as per the specimen signature registered with the Company. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (130A) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted by a proxy.
- 2. In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/ Authorization.
- 3. Votes should be cast in case of each resolution, either in favour or against by putting the tick (I) mark in the column provided in the Ballot.
- 4. The voting rights of shareholders shall be in proportion of the shares held by them in the paid-up equity share capital of the Company and as per the Register of Members of the Company.
- 5. Duly completed Ballot Form should reach the Scrutinizer not later than the close of working hours (5.00 p.m. IST) on 29<sup>th</sup> Sunday, 2019. Ballot Forms received after that date will be strictly treated as if reply from such member has not been received.
- 6. Unsigned, incomplete, improperly or incorrectly tick marked Ballot forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
- 7. The decision of the Scrutinizers on the validity of the Ballot Form and any other related matter shall be final.
- 8. The results declared along with Scrutinizers Report shall be placed on the Central Depositories Securities Limited within two days of the passing of the Resolutions at the AGM of the Company on Monday, the 30<sup>th</sup> day of September, 2019 at 3.00 pm and communicated to Bombay Stock Exchange Limited, where the shares of the company are listed.