

17/08/2017

## BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

CIN:L28931TN1986PLC012728

Regd. Office: 143, Pudupakkam Village, Vandalur-Kelambakkam Road,  
Kelambakkam – 603 103, Kancheepuram District, Tamil Nadu  
Tel: 91-44-49005180/49005154 E-mail ID: cs@butterflyindia.com,  
Website: www.butterflyindia.com



### NOTICE OF THIRTIETH ANNUAL GENERAL MEETING & BOOK CLOSURE DATES

Notice is hereby given that the Thirtieth (30) Annual General Meeting of the Shareholders of the Company (AGM) is scheduled to be held on Thursday, 7th September, 2017 at 11.00 a.m. at the Company's Registered Office at 143, Pudupakkam Village, Vandalur-Kelambakkam Road, Kelambakkam – 603 103, Kancheepuram District, Tamil Nadu. Notice of AGM, Annual Report along with Attendance Slip and Proxy Form have been sent in electronic mode to Members whose e-mail IDs are already registered with the Company or the Depository Participant(s), unless the Members have registered their request for a hard copy of the same. Physical copy of the same has been sent to all those Members, who have not registered their e-mail IDs with the Company or Depository Participant(s). The Notice of AGM and Annual Report are also available on the Company's website, viz., www.butterflyindia.com. Members, who do not receive the Notice of AGM and Annual Report may download it from the Company's website or may request for a copy of the same by writing to the Company Secretary & General Manager (Legal) at the above mentioned e-mail ID or Company's Share Transfer Registrars at e-mail ID: krishnakumar@gnsaindia.com & sta@gnsaindia.com. The documents pertaining to all the items of business to be transacted in the said AGM are open for inspection at the Registered Office of the Company during business hours on any working day upto and including the date of AGM.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, reads with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (Amended Rules 2015) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company is providing the facility to its Members holding shares either in physical form or dematerialised form, as on the cut-off date, for casting their votes electronically on each item as set forth in the Notice of 30th AGM through the electronic voting system on National Securities Depository Limited (NSDL) from a place other than the venue of the AGM ('remote e-voting').

All the Members are therefore hereby informed that:

1. The ordinary and special business as set out in the Notice of AGM may be transacted through voting by electronic means.
2. Date of completion of despatch of Notice of AGM and Annual Report - 12th August 2017
3. The remote e-voting shall commence on Monday 04.09.2017 (9.00 a.m (IST);
4. The remote e-voting shall end on Wednesday 06.09.2017 (5.00 p.m (IST);
5. The remote e-voting shall not be allowed beyond 6th September 2017, 5.00 p.m.(IST);
6. The cut-off date for determining the eligibility to vote through electronic means or through ballot paper at the AGM will be 31st August 2017;
7. Any person, who acquire the shares of the Company and becomes a Member of the Company after despatch of Notice of AGM and holds the shares as of the cut-off date i.e., 31st August 2017 may obtain the login ID and password by sending a request to evoting@nsdl.co.in or to Mr.N.Krishnakumar, Director & Compliance Officer of Company's Share Transfer Agents at krishnakumar@gnsaindia.com. However, if the Member is already registered with NSDL for remote e-voting, then such Member can use the existing User ID and Password for casting his/her vote.
8. The facility for voting through ballot paper shall be made available at the venue of AGM and the Members attending the meeting, who have not cast their vote by remote e-voting shall also be eligible to exercise their right to cast their vote at the meeting through ballot paper.
9. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again in the meeting.
10. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e., 31st August 2017 only shall be entitled to avail the facility of remote e-voting or voting through ballot papers at the AGM.
11. The Company has appointed Mr.Balu Sridhar, Practising Company Secretary, as the scrutiner to scrutinise both the e-voting process and voting through ballot paper at the venue of AGM in a fair and transparent manner.
12. In case of any queries, the Member may refer to the Frequently Asked Questions (FAQs) for Members and 'remote e-voting User Manual for Members' available at the downloads section of www.evoting@nsdl.com. Members may also send queries/grievances relating to e-voting to Mr.N.Krishnakumar, Director & Compliance Officer of Company's Share Transfer Agents at krishnakumar@gnsaindia.com.
13. Please keep your most updated email ID registered with the Company/your Depository Participant to receive timely communication.

Notice is also hereby given under Section 91 of the Act 2013 that the Register of Members and Share Transfer Books of the Company will remain closed from 01.09.2017 to 07.09.2017 (both days inclusive), for the purpose of AGM of the Company.

Navalur : 600 130  
Date : 17.08.2017

By order of the Board  
K.S.Ramakrishnan

Company Secretary & General Manager (Legal)

Note: A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself and the Proxy or Proxies so appointed need not be a Member or Members, as the case may be, of the Company. The instrument appointing the Proxy and the Power of Attorney or other authority, if any, under which it is signed or a notationally certified copy of that Power of Attorney or other Authority shall be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for holding the meeting. A person shall not act as a proxy more than 50 members and holding in aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.