

**PI Industries Limited**

CIN : L24211RJ1946PLC00469

Regd. Office: Udaisagar Road,

Udaipur - 313 001 (Raj.)

Ph.No. 0294 2492451-55 Fax No. 0294 2491946

E-mail: investor.grievance@piind.com

Website: www.piindustries.com

Notice is hereby given that the Annual General Meeting of the Company will be held on Wednesday, the 10th September, 2014 at 11.30 a.m. at Udaisagar Road, Udaipur - 313 001 (Raj.) to transact the businesses as set out in the AGM Notice which has been already sent to the shareholders individually, at their registered address along with the Annual Report for the year ended 31st March, 2014. The AGM Notice and the Annual Report have been sent electronically to the members (other than those who have requested for physical copy) to their email address as registered with their Depository Participant (DP). Dispatch of physical copy of the Notice of AGM and Annual Report to those members who have not registered their e-mail ids with the Company or Depository Participant(s) has been completed.

The Annual Report of the Company and the Notice convening the Annual General Meeting are also available on Company's website www.piindustries.com

Notice is further given that pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Clause 16 of the Listing Agreement, the Register of Members and the Share Transfer Books of the Company will remain closed from 5th September, 2014 to 10th September, 2014 (both days inclusive) for the purpose of payment of final dividend @Re.1.00 per equity share for the year ended 31st March, 2014 as recommended by the Board of Directors, if declared in this meeting. Such dividend will be paid to those members whose names appear in the Register of Members of the Company on 4th September 2014 and in respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership as per details furnished by the respective depositories for this purpose at the end of business hours on 4th September, 2014.

Pursuant to clause 35B of the Listing Agreement and Section -108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide to its shareholders, the facility to exercise their right to vote by electronic means. The business to be transacted at the AGM may also be transacted through electronic means. The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating e-voting. Kindly refer to the Notice of the AGM sent to members with regard to instruction for e-voting. The e-voting on the resolutions to be passed at the said Annual General Meeting of the Company shall begin on 3rd September, 2014 at 9.00 am and end on 5th September, 2014 at 6.00 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 i.e. 8th August, 2014 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. The Company has appointed Mr. A.K. Friends (Membership No. FCS 5129), Practising Company Secretary and Proprietor of M/s A.K. Friends & Co. to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.

For PI Industries Ltd.

Sd/-

Place: Gurgaon

(Naresh Kapoor)

Date: 20th Aug., 2014

Company Secretary