

Neelamalai Agro Industries Limited

Regd. Office: Katary Estate, Katary Post, Coonoor, The Nilgiris - 643213

Tele: 0423 - 2284235, Fax: 0423 - 2284080, E-mail: secneelamalai@vsnl.net, Website: www.neelamalaiagro.com

Corporate Identity Number (CIN): L01117TZ1943PLC000117

NOTICE OF THE 74TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 74th Annual General Meeting ('AGM') of the Members of Neelamalai Agro Industries Limited will be held on Thursday, 17th August, 2017 at 12 noon. at the Registered Office at Katary Estate, Katary Post, Coonoor, The Nilgiris - 643213, to transact the Ordinary business, as set out in the notice of AGM, sent to the members individually.

The Notice of 74th AGM and Annual Report for the financial year ended 31st March 2017 have been sent to all eligible members individually at their addresses registered with the Company / Share Transfer Agent of the Company by the permitted mode on 25th July 2017. These documents are also available for inspection at the Registered Office of the Company during normal business hours on working days except Saturdays, Sundays and public holidays prior to the date of the AGM.

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the AGM ('remote e-voting'). The Company has engaged the services of Central Depository Services (India) Limited ('CDSL') as the Agency to provide e-voting facility. Members holding shares in physical form or in dematerialized form may cast their vote electronically on the Ordinary Business as set out in the Notice.

The remote e-voting facility shall commence on Monday, 14th August 2017 at 9:00 a.m. and shall end on Wednesday, 16th August 2017 at 5:00 p.m. E-voting portal shall be blocked after the aforesaid date and time for voting. Once the vote is cast by the member on any resolution, the member shall not be allowed to change it subsequently. The procedure and other details of remote e-voting are described in the Notice of the AGM.

Members who have not cast their votes through remote e-voting can exercise their votes at the AGM. The Company will provide the facility of voting through Poll at the AGM venue. The Members who have already cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

The cut-off date for the purpose of e-voting is 10th August 2017 and a person, whose name is recorded in the register of members or in the register of beneficial owners maintained by depositories as on 'cut-off date' shall only be entitled to avail the facility of remote e-voting as well as voting at the AGM.

Any person who acquires shares after despatch of the Notice of AGM and holding shares as on the cut-off date may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com by mentioning their Folio No. or DP id & Client id No.

Mr. V Suresh, Practicing Company Secretary, Chennai, has been appointed as Scrutiniser for the remote e-voting process and voting through physical ballot at the AGM Venue.

The Notice of AGM is also available on the company's website www.neelamalaiagro.com and on the CDSL's website www.evotingindia.com. In case of any queries relating to e-voting, members may refer the Frequently Asked Questions (FAQs) and e-voting manual available at www.evotingindia.com, under help section or email to helpdesk.evoting@cdslindia.com. In case of grievance relating to e-voting facility, members may contact Ms. Jessy, Senior Executive (Shares), Cameo Corporate Services Limited, Subramaniam Building, No.1 Club House Road, Chennai - 600 002, Phone: 044-28460390 - 94, or Email : investor@cameoindia.com.

Notice is also given pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of 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 11th August 2017 to 17th August 2017 (both days inclusive) for annual closing and for the purpose of 74th AGM.

By order of the Board of Directors

For Neelamalai Agro Industries Limited

Sd/-

T.M.Harikumar

Company Secretary & CFO

Place : Katary

Date : July 25, 2017