

GRAND FOUNDRY LIMITED

CIN L99999MH1974PLC017655

Regd. Office: 327, 3rd Floor, Arun Chambers, Tardeo Mumbai- 400034.

Ph. No. 022-23526316; E-mail Id:- compliance@gfsteel.co.in ; Website: gfsteel.co.in

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY-FOURTH ANNUAL GENERAL MEETING OF THE MEMBERS OF GRAND FOUNDRY LIMITED WILL BE HELD ON FRIDAY, 30TH DAY OF SEPTEMBER, 2016 AT 11:00 A.M. AT 327, 3RD FLOOR, ARUN CHAMBERS, TARDEO MUMBAI -400034 TO TRANSACT THE FOLLOWING BUSINESS:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt Balance Sheet as at 31st March, 2016 and the Statement of the Profit & Loss along with Cash Flow Statement and Notes to the Accounts for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dhirajlal Jangla (DIN 02096717), who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint the Auditors to hold office from the conclusion of this meeting until conclusion of the next Annual General Meeting and to authorize board to fix their remuneration.

AS SPECIAL BUSINESS:

4. **Appointment of Mr. Naresh Garodia (DIN - 07517900) as a Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an

ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of sections 149, 150,152 and any other applicable provisions of the Companies Act, 2013, and rules made thereunder (including any statutory modification(s) or re-enactment thereof for time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Naresh Goradia (holding DIN-07517900) who was appointed as an additional director of the company and holds office upto the date of Twenty-fourth Annual General Meeting is eligible for re-appointment and in respect of whom a notice under section 160 of the Companies Act, 2013, has been received from a member proposing his candidature for the office of Director, and who has given declaration that he fulfils the criteria for the Independent Directors be and is hereby appointed as an Independent Director of the company to hold the office for five consecutive years from the date of this meeting, not liable to retire by rotation.”

5. **Appointment of Ms. Nirmala Maurya (DIN - 07568801) as a Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** pursuant to the provisions of sections 149, 150,152 and any other applicable provisions of the Companies Act, 2013, and rules made thereunder (including any statutory modification(s) or re-enactment thereof for time being inforce) read with Schedule IV to the Companies Act, 2013, Ms. Nirmala Maurya (holding DIN-07568801) who was appointed as an additional director of the company and holds office upto the date of Twenty-fourth Annual General Meeting is eligible for re-appointment and in respect of whom a notice under section 160 of the Companies Act, 2013, has been received from a member proposing her candidature for the office of Director, and who has given declaration that she fulfils the criteria for the Independent Directors be and is hereby appointed as an Independent Director of the company to hold the office for five consecutive years from the date of this meeting, not liable to retire by rotation.”

By Order of the Board of Directors
For **Grand Foundry Limited**
Sd/-
Kiran Jangla

Date : 08.08.2016

Place: Mumbai

Managing Director