

**SARUP INDUSTRIES LIMITED**

**CIN: L19113PB1979PLC004014**

**Registered Office: P.O. Ramdaspora, Jalandhar-144003, Punjab**

**Telephone: 0181-2271556/7/8 Fax: 0181-2277557**

**E-mail: [shareholders@bawastl.com](mailto:shareholders@bawastl.com), Website: [www.sarupindustries.com](http://www.sarupindustries.com)**

---

**NOTICE OF THE ANNUAL GENERAL MEETING**

NOTICE is hereby given that the **37<sup>th</sup> (Thirty Seventh)** Annual General Meeting of the Members of Sarup Industries Limited will be held at registered office of the Company at P.O. Ramdaspora, Jalandhar-144003, Punjab on **Thursday, the 29th day of September, 2016 at 11:00 A.M** for the transaction of the following businesses:

**ORDINARY BUSINESS**

**Item No.1- Adoption of Financial Statements**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2016, together with the Reports of the Directors and the Auditors thereon.

**Item No.2- Retire By Rotation**

To appoint a Director in place of Mr. Lajpat Sangwan (DIN: 07035654) who retires by rotation and being eligible, offers himself for re-election.

**Item No.3- Ratification of Appointment of Auditors**

To ratify the appointment of Auditors to hold office from the conclusion of this Meeting, for 3 (Three) consecutive years till the conclusion of the 38th Annual General Meeting of the Company in the Calendar year 2017 and in this regard, to consider and, if thought fit, to pass, with or without modification (s) the following resolution thereof as an Ordinary Resolution.

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and of the Companies (Audit & Auditors) Rules, 2014, M/s Y.K. Sud & Co. (Firm Registration No. 16875), Chartered Accountants, who were appointed as Auditors of the Company, to hold office from the conclusion of 35th Annual General Meeting, for three consecutive years until the conclusion of the 38th Annual General Meeting of the Company in the calendar year 2017, be and is hereby ratified by the shareholders in this 37<sup>th</sup> Annual General Meeting of the Company and that they shall be paid such remuneration as fixed by the Board of Directors of the Company."

**SPECIAL BUSINESS**

**Item No.4- Appointment of Director**

To appoint Ms. Lissy Jacob (DIN: 07510795) as a Director and in this regard 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 Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Ms. Lissy Jacob (DIN: 07510795) who was appointed as an Additional Director of the Company by the Board of Directors on May 05, 2016 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Ms. Lissy Jacob for the office of the Director of the Company, be and is hereby elected and appointed as an Director of the Company, whose period of office shall be liable to determination by retirement of directors by rotation on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

**RESOLVED FURTHER THAT** the Board or a Committee thereof be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

#### **Item No.5- Appointment of Managing Director**

To approve the appointment of Mr. Simarjit Singh Bawa (DIN: 00851651) as Managing Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** subject to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the Authorities including the Central Government in granting such approvals, permissions and sanctions, approval of the Company be and is hereby accorded to the appointment of Mr. Simarjit Singh Bawa (DIN: 00851651) as the Managing Director of the Company under the Companies Act, 2013 to be designated as Managing Director for a period of five years with effect from 1<sup>st</sup> October, 2016 to 30<sup>th</sup> September, 2021 (both days inclusive), on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors ( hereinafter referred to the “Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and /or remuneration as it may deem fit and as may be acceptable to Mr. Simarjit Singh Bawa, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof.

**RESOLVED FURTHER THAT** the Board or a Committee thereof be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

#### **Item No.6- Appointment of Whole-Time Director**

To approve the appointment of Mr. Atamjit Singh Bawa (DIN: 00807400) as a Whole-Time Director cum Chairman of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** subject to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the Authorities including the Central Government in granting such approvals, permissions and sanctions, approval of the Company be and is hereby accorded to the appointment of Mr. Atamjit Singh Bawa (DIN: 00807400) as a Whole-Time Director cum Chairman of the Company under the Companies Act, 2013 to be designated as Whole-Time Director for a period of five years with effect from 1<sup>st</sup> October, 2016 to 30<sup>th</sup> September, 2021 (both days inclusive), on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors ( hereinafter referred to the “Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and /or remuneration as it may deem fit and as may be acceptable to Mr. Atamjit Singh Bawa, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof.

**RESOLVED FURTHER THAT** the Board or a Committee thereof be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

#### **Item No.7- Appointment of Independent Director**

To appoint Ms. Harnarinder Deep Kaur (DIN: 07592946) as an Independent Director and in this regard 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, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, as amended from time to time, Mr. Harnarinder Deep Kaur, who was appointed as Additional Independent Director of the Company by the Board of Directors on 13<sup>th</sup> August, 2016, and who holds office up to the date of this Annual General meeting, be and is hereby elected and appointed as an Independent Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, for a period of 5 (five) years with effect from 29<sup>th</sup> September, 2016 to 28<sup>th</sup> September, 2021 (both days inclusive).

**RESOLVED FURTHER THAT** the Board or a Committee thereof be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

By Order of the Board of Directors  
Sarup Industries Ltd

Atamjit Singh Bawa                      Simarjit Singh Bawa  
Managing Director                      Whole-Time Director

Place: Jalandhar  
Date: 25.08.2016

---

## NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ('AGM') MAY APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ON HIS BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY AT P.O. RAMDASPURA, JALANDHAR-144003, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE AGM I.E. BY 11:00 A.M. ON THURSDAY 29<sup>TH</sup> SEPTEMBER, 2016.**
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is annexed hereto.
4. In case of joint holders attending the meeting, only such joint holder who is in higher in the order of names will be entitled to vote.
5. The Register of Members and Share Transfer Books of the Company will be closed from 23rd September, 2016 to 29th September, 2016 (both days inclusive).
6. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their Depository Participants with whom they are maintaining their De-Mat Accounts immediately. Members holding shares in physical form are requested to advise any changes of address immediately to Registered Office of the Company or to Registrar M/s Skyline Financial Services Pvt. Limited.
7. Those Members who have so far not encashed their dividend warrants for the below mentioned financial years, may claim or approach the Company for the payment thereof as the same will be transferred to the 'Investor Education and Protection Fund' of the Central Government, pursuant to Section 124 of the Companies Act, 2013 on the respective dates mentioned there against. Please note that as per Section 124 of the Companies Act, 2013, no claim shall lie against the Company or the aforesaid Fund in respect of individual amounts which remain unclaimed or unpaid for a period of seven years from the date the dividend became due for payment and no payment shall be made in respect of such claims.

<b>Dividend for the Financial Year ended</b>	<b>Due date for Transfer</b>	<b>Dividend for the Financial Year ended</b>	<b>Due date for Transfer</b>
31.03.2009	29th October, 2016	31.03.2013	28th October, 2020
31.03.2010	29th October, 2017	31.03.2014	28th October, 2021
31.03.2011	29th October, 2018	31.03.2015	28th October, 2022
31.03.2012	28th October, 2019		

Shareholders are, therefore, requested to check up and send their claims, if any, for the relevant years from 2008-09 onwards before the respective amounts become due for transfer to the above fund.

8. As per the provisions of Section 72 of Companies Act, 2013 and Rules made there under provides for Nomination by the shareholders of the Company in the prescribed form(s).
9. Members are requested to send in their queries at least a week in advance to the Finance Head at the Registered Office of the Company to facilitate clarifications during the meeting.
10. Members are requested to bring their attendance slips to the AGM. Duplicate admission slips and/or copies of the Annual Report and Accounts will not be provided at the AGM venue.
11. Route Map showing directions to reach to the venue of the 37<sup>th</sup> AGM is given at the end of this Notice as per the requirements of Secretarial Standards-2 on General Meeting.

---

## **Remote e-voting Instructions & Information**

### **A. Basic Instructions & Information**

1. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the services of NSDL to provide the facility of electronic voting ('remote e-voting') in respect of the Resolutions proposed at this AGM. The Board of Directors of the Company has appointed Mr. Rahul Sharma, Chartered Accountant, as the Scrutinizer for this purpose.
2. The Notice of the 37th Annual General Meeting (AGM) of the Company inter-alia indicating the process and manner of remote e-voting is being sent to all the Members.
3. NSDL shall be sending the User ID and Password; to those members whose shareholding is in the dematerialized format and whose email addresses are registered with the Company/Depository Participants. For members who have not registered their email address, can use the details as provided in this document.
4. Open the internet browser and type the following URL: [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. Click on Shareholder-Login
6. Put User ID and Password as provided in this document and click Login. If you are already registered with NSDL for remote e-voting then you can use your existing User ID and Password for the Login.
7. If you are logging in for the first time, the Password change menu will appear. Change the Password with new Password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
8. Once the remote e-voting home page opens, click on remote e-voting: Active Voting Cycles.
9. Select "EVEN (Electronic Voting Event Number)" of **SARUP INDUSTRIES LIMITED**.
10. Once you enter the Cast Vote page will open. Now you are ready for remote e-voting.
11. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
12. Upon confirmation, the message "Vote cast successfully" will be displayed.
13. Once you have voted on the resolution, you will not be allowed to modify your vote.

### **B. In case of Members who receive the Notice by post:**

User ID and initial password is provided in the separate sheet.

### **C. Members already registered with NSDL for remote e-voting can use their existing user ID and password for Login.**

Thereafter please follow the steps as per instruction given overleaf on separate sheet, to cast your vote.

- D.** In case of any queries, you may refer to the Frequently Asked Questions for Shareholders and remote e-voting User Manual for Shareholders available under the Downloads section of NSDL's remote e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) You may also address your queries relating to remote e-voting to the e-mail ID [shareholders@bawastl.com](mailto:shareholders@bawastl.com)

- E. The period for remote e-voting starts at IST 9.00 a.m. on Monday, 26<sup>th</sup> September, 2016 and ends at IST 5.00 p.m. on Wednesday, 28<sup>th</sup> September, 2016.**

**Remote e-voting shall be disabled by NSDL at IST 5.00 p.m. on 28<sup>th</sup> September, 2016.**

**F. General Information**

- (a) Every Client ID No. / Folio No. shall have one e-vote, irrespective of the number of joint holders.
- (b) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, 23<sup>rd</sup> September, 2016 (Cut-off Date for Remote E-voting).
- (c) Remote e-voting right cannot be exercised by a proxy.
- (d) Corporate and institutional shareholders (companies, trusts, societies etc.) are required to send a scanned copy (in PDF / JPG format) of the relevant Board Resolution / appropriate authorisation, with the specimen signature(s) of the authorised signatory (ies) duly attested, to the Scrutinizer through e-mail at [rahul.sharma323@gmail.com](mailto:rahul.sharma323@gmail.com) with a copy marked to NSDL's e-mail ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (e) **The Results of the remote e-voting will be declared on or after the date of the AGM i.e. Thursday 29<sup>th</sup> September, 2016.**
- (f) The declared Results, alongwith the Scrutinizer's Report, will be available on the Company's corporate website **www.sarupindustries.com** under the section '**Investor Relations**' and on the website of NSDL; such Results will also be forwarded to the Stock Exchanges where the Company's shares are listed.

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

Annexed to the Notice convening the 37<sup>th</sup> (Thirty Seventh) Annual General Meeting to be held on Thursday, 29<sup>th</sup> September, 2016.

**ITEM NO. 4**

Ms. Lissy Jacob, aged 55 years is Import-Export Manager of the Company. She has done MBA in marketing and having good experience in domestic as well as international marketing activities.

Ms. Lissy Jacob who has been appointed as an Additional Director in the category of Executive Director of the Company pursuant to Section 161 of the Companies Act, 2013 w.e.f. 5<sup>th</sup> May 2016 and holds office till the conclusion of this Annual General Meeting. Her term of office shall be liable to determination by retirement of directors by rotation.

The Board considers that her continued association would be of immense benefit to the Company and is desirable to continuously avail the services of Ms. Lissy Jacob as Director and also that he fulfills the conditions specified in the Companies Act, 2013 for her appointment. Accordingly, the Board recommends the passing of the Ordinary Resolution as set out in the Item no. 4 of the Notice. The remuneration shall be paid as under:-

- (a) Salary: Rs. 18000/- (Rupees Eighteen Thousand Only) per month. In the scale of Rs 16000-20000
- (b) Perquisites/allowances will be in addition to salary.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution except and to the extent they are member of the Company.

**ITEM NO. 5**

Mr. Simarjit Singh Bawa, aged 44 years, is a co-promoter of the Company. He has attained expertise in designing and development of shoes and also in marketing activities. He has done a shoe-designing course from ARS Sutoria, Institute Tecnico Internazionale Arte Calzaturiera, Milan, Italy and has done practical training with leading shoe manufacturer in Europe. He is rendering excellent services in product designing and development to the Company since 1995.

Mr. Simarjit Singh Bawa holds 486646 shares in the Company.

In terms of the provisions of the Companies Act, and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Company had nominated Simarjit Singh Bawa and the Board of Directors had recommended his appointment as Managing Director of the Company at their meetings held on July 9, 2016 subject to the approval of members of the Company at its 37<sup>th</sup> Annual General Meeting for a period of five years with effect from 1<sup>st</sup> October, 2016 at the remuneration as under:

- (a) Salary: Rs. 22300/- (Rupees Twenty Two Thousand Three Hundred Only) per month.  
In the scale of Rs 20000-25000
- (b) Perquisites/allowances will be in addition to salary.

**ITEM NO. 6**

Mr. Atamjit Singh Bawa, aged 64 years, is a co-promoter of the Company. He is managing the whole of the affairs of the Company. He has technical and administrative experience of more than 30 years in the Company.

Mr. Atamjit Singh Bawa holds 1531754 shares in the Company.

In terms of the provisions of the Companies Act, and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Company had nominated Mr. Atamjit Singh Bawa and the Board of Directors had recommended his appointment as Whole-Time Director of the Company at their meetings held on August 13, 2016 subject to the approval of members of the Company at its 37<sup>th</sup> Annual General Meeting for a further period of five years with effect from 1<sup>st</sup> October, 2016 at the remuneration as under:

- (c) Salary: Rs. 16500/- (Rupees Sixteen Thousand Five Hundred Only) per month. In the scale of Rs 16000-20000
- (d) Perquisites/allowances will be in addition to salary.

**ITEM NO. 7**

Ms. Harnarinder Deep Kaur, aged 55 years, has done double M. A, M-Phil and B.ED. She is Principal of Amarpuri Sr. Sec. Public School, Siri Goindwal Sahib, Distt. Tarn Taran.

The Nomination and Remuneration Committee of the Company has nominated Ms. Harnarinder Deep Kaur and the Board of Directors has recommended her appointment as Independent Director of the Company at their meetings held on August 13, 2016 respectively, subject to the approval of members of the Company at its 37<sup>th</sup> Annual General Meeting for a period for 5 (five) years starting from 29<sup>th</sup> September, 2016 to 28th September, 2021 (both days inclusive) and the term of such appointment as Independent director is not liable to determination by rotation.



The Company has received from Ms. Harnarinder Deep Kaur the following:-

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that they are not disqualified in accordance with sub-section (2) of Section 164 of the Companies Act, 2013, and
- (iii) Declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

A copy of the draft letter of appointment setting out the terms and conditions of appointment of Ms. Harnarinder Deep Kaur is available for inspection, without any fee, by the members at the Company's registered office during normal hours on working days up to the date of the AGM.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise except Ms. Harnarinder Deep Kaur in the Resolution at Item No. 7 of the Notice.

By Order of the Board of Directors  
Sarup Industries Ltd

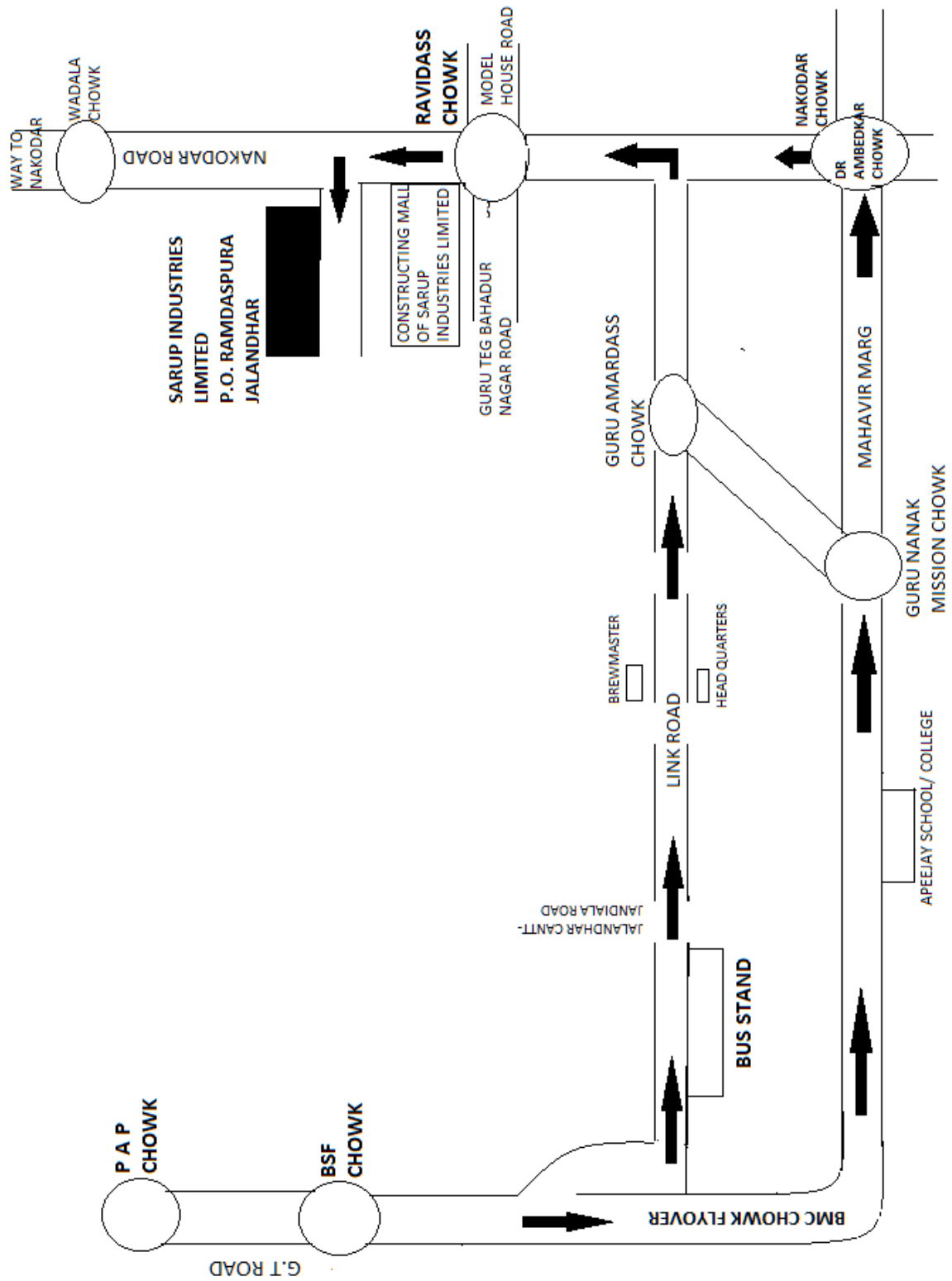
Atamjit Singh Bawa  
Managing Director

Simarjit Singh Bawa  
Whole-Time Director

Place: Jalandhar  
Date: 25.08.2016

---

ROUTE MAP OF 37<sup>TH</sup> AGM OF SARUP INDUSTRIES LIMITED



**SARUP INDUSTRIES LIMITED**

CIN: L19113PB1979PLC004014

Regd. Office: Sarup Industries Limited, P.O. Ramdaspora, Jalandhar-144003, Punjab, India.

Tel No: (91 181) 2271556/7/8 Fax No: (91 181) 2277557,

Website: www.sarupindustries.com E-mail:shareholders@bawastl.com

RTA: Skyline Financial Services (P) Ltd., D-153 A, 1st Floor, Okhla Industrial Area, Phase- I, New Delhi- 110020

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

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

1. Name: ..... Address.....  
E-Mail Id: .....Signature: .....
2. Name: ..... Address.....  
E-Mail Id: .....Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the Company to be held at Sarup Industries Limited, P.O. Ramdaspora, Jalandhar-144003, Punjab, at 11:00 A.M. on Thursday, the 29th day of September, 2016 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I/We wish my above proxy(ies) to vote in the manner as indicated in the box below:

<b>Ordinary Resolution(s)</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
1. Adoption of the audited Balance Sheet as at and the Financial Statements for the financial year ended on March 31, 2016 and Reports of the Directors and Auditors thereon.			
2. Re-appointment of Director Mr. Lajpat Sangwan who retires by rotation.			
3. Appointment of Statutory Auditors and fixing their remuneration.			

<b>Special Business -----Ordinary Resolution(s)</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
4. Appointment of Ms. Lissy Jacob as Director			
5. Appointment of Mr. Simarjit Singh Bawa as Managing Director			
6. Appointment of Mr. Atamjit Singh Bawa as Whole-Time Director			
7.Appointment of Ms. Harnarinder Deep Kaur as Independent Director			

Signed this .....day of ..... 2016

\_\_\_\_\_  
Signature of Shareholder

<b>Affix revenue Stamp</b>
------------------------------------

\_\_\_\_\_  
Signature of first proxy holder\_\_\_\_\_  
Signature of second proxy holder\_\_\_\_\_  
Signature of third proxy holder

\*\* This is only optional. Please put a 'V' in the appropriate column against the resolutions indicated in the Box.

**Note:**

- 1. 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.**
2. A proxy need not be a member of the Company.
3. In case the appointer is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and an authenticated copy of such authorisation should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, 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 Member.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
7. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

---

**THIS PORTION IS INTENSTIONALLY LEFT BLANK**

**SARUP INDUSTRIES LIMITED****CIN:** L19113PB1979PLC004014**Regd. Office:** Sarup Industries Limited, P.O. Ramdaspora, Jalandhar-144003, Punjab, India.**Tel No:** (91 181) 2271556 **Fax No:** (91 181) 2277557**Website:** www.sarupindustries.com **E-mail:**shareholders@bawastl.com**Share Transfer Agent:** Skyline Financial Services Pvt. Ltd., D-153 A, 1st Floor, Okhla Industrial Area, Phase- I, New Delhi- 110020**ATTENDANCE SLIP**

I/We hereby record my/our presence at the 37<sup>th</sup> Annual General Meeting of the Company held at registered office of the Company at M/s Sarup Industries Limited, P.O. Ramdaspora, Jalandhar-144003, Punjab at 11:00 AM on Thursday, 29<sup>th</sup> day of September, 2016.

<b>Name &amp; Address of the Shareholder(s)</b>	<b>DP Id</b>	
	<b>Client Id/Regd. Folio.</b>	
	<b>No. of Shares Held</b>	
<b>If Shareholder(s) please sign here</b>	<b>If Proxy, please mention name and sign here</b>	
	<b>Name of Proxy</b>	<b>Signature</b>

## Notes:

- (1) Shareholder / Proxy holder, as the case may be, is requested to produce the attendance slip duly signed at the entrance of the Meeting venue.
- (2) Members are requested to advise the change of their address, if any, to Skyline Financial Services Pvt. Ltd., at the above address.

---