

MANABARRIE TEA COMPANY LIMITED

Corporate Identification No. (CIN) - L01132WB1885PLC000505

Registered Office : 28/1, Shakespeare Sarani, Ganga Jamuna Building, Kolkata - 700 017

Tel: +91 33 2287-2373; Fax: +(91-33) 2287-1371;

E-mail: winsome@cal2.vsnl.net.in;

NOTICE

NOTICE is hereby given that the 129th Annual General Meeting of the Members of Manabarrie Tea Company Limited will be held on Monday, the 28th day of September, 2015 at 11.00 A.M at the registered office of the Company at 28/1, Shakespeare Sarani, Ganga Jamuna Building, 1st Floor, Kolkata-700 017 to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2015, including the Audited Balance Sheet as at 31st March, 2015 and the statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Shri Paritosh Kumar Tarafder (DIN 03162248), who retires by rotation, and being eligible, offers himself for re-appointment.
3. To ratify the appointment of M/S. B. Kumar & Company, Chartered Accountants as Statutory Auditors of the Company for the financial year 2015- 16 and to authorise Board of Directors or Committee thereof to fix their remuneration.

AS SPECIAL BUSINESS:

4. To Appoint Mr. Sanjay Agarwal (DIN 00959842) as Managing Director and in this regard, to consider and, if thought fit to pass, with or without modification(s) the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to provisions of sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013(the Act) read with schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification(s) or re- enactment thereof for the time being in force) approval of the Company be and is hereby accorded to the appointment of Mr. Sanjay Agarwal (DIN: 00959842), as Managing Director of the Company, for a period of 5 (five) years with effect from 1st, November 2014 on the terms and conditions including remuneration as contained in the agreement entered into between the



