

**AGARWAL INDUSTRIAL CORPORATION LIMITED**

[CIN : L99999MH1995PLC084618]

Regd.Off: Eastern Court, Unit No 201-202, Plot No 12,
V.N. Purav Marg, S.T. Road, Chembur, Mumbai - 71.
Ph.: + 91-22- 25291149/50 Fax : +91 -22-25291147.
Website : www.aicld.in; E-mail : rbhalla@aicld.in

NOTICE

Notice is hereby given pursuant to Regulation 47 of SEBI (LODR), Regulations 2015, that a meeting of the Board of Directors of the Company will be held on May 30, 2016, at the Registered Office of the Company, inter alia, to consider and approve Audited Financial Results (Standalone & Consolidated) of the Company for the Quarter and Year ended on March 31, 2016 in accordance with Regulation 33 of the said Regulations and recommendation of Dividend, if any, for the financial year ended March 31, 2016. For further details, please refer to Company's Website: www.aicld.in.

For AGARWAL INDUSTRIAL CORPORATION LTD.

Place : Mumbai. Rakesh Bhalla
Date : May 13, 2016 Company Secretary

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For AGARWAL INDUSTRIAL CORPORATION LTD.

Place : Mumbai. Rakesh Bhalla
Date : May 13, 2016 Company Secretary

Date: 17 May, 2016

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NOTICE TO SHAREHOLDERS OF THE COMPANY
(COURT CONVENED MEETING)

Attention of the shareholders of Agarwal Industrial Corporation Limited ("AICL" or "Company") is hereby drawn on EXPLANATORY STATEMENT UNDER SECTION 393 OF THE COMPANIES ACT, 1956 AND SECTION 102 OF THE COMPANIES ACT, 2013 TO THE NOTICE OF THE COURT CONVENED MEETING OF EQUITY SHAREHOLDERS OF AGARWAL INDUSTRIAL CORPORATION LIMITED AND POSTAL BALLOT AND E-VOTING despatched to the members of the Company on 13/05/2016 and also published on the Company's website viz. www.aicld.in, in respect of meeting of the Equity Shareholders of the Company being convened and held for the purpose of considering and, if thought fit, approving with or without modifications, the Scheme of Amalgamation of Agarwal Petrochem Private Limited (Transferor Company) and Agarwal Industrial Corporation Limited (Transferee Company) and their respective shareholders under Sections 391 to 394 of the Companies Act, 1956 (including any statutory modification or re-enactment or amendment thereof). In the para 6 (b) (v) (Rationale and Salient Features of the Scheme) of the Explanatory Statement, due to printing error and inadvertence, the words "2 fully paid up equity shares of face value of Rs. 10/- each of AICL to be issued and allotted to shareholders of the Transferor Company holding 2 equity shares of Rs. 10/- each, in the Transferor Company" should be substituted with words and read as "5 fully paid up equity shares of face value of Rs. 10/- each of AICL to be issued and allotted to shareholders of the Transferor Company holding 2 equity shares of Rs. 10/- each, in the Transferor Company."

Sd/-
Jaiprakash Agarwal
Chairman appointed
for the Meeting

Place : Mumbai.
Date : May 15, 2016