



Balmer Lawrie Investments Limited (A Government of India Enterprise)

Registered Office : 21, Netaji Subhas Road, Kolkata - 700 001
CIN : L65999WB2001GOI093759
Telephone : (91) (033) 2222 5227
E-mail : lahoti.a@balmerlawrie.com Website : www.blinv.com

NOTICE OF THE 15TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 15th (Fifteenth) Annual General Meeting (“AGM”) of the members of Balmer Lawrie Investments Ltd., will be held on Thursday, 22nd September, 2016, at G D Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata – 700 019 at 2:30 p.m., to transact the following businesses:-

ORDINARY BUSINESS :

1. To consider and adopt the audited Financial Statement of the Company for the financial year ended 31st March, 2016, the report of the Board of Directors and Auditors thereon for the financial year ended 31st March, 2016 and the comments of the Comptroller & Auditor General of India, thereon by passing the following ordinary resolution;

“RESOLVED THAT the audited financial statement of the Company for the financial year ended 31st March, 2016, together with the reports of the Board of Directors and Auditors thereon for the financial year ended 31st March 2016 alongwith the Comments of the Comptroller & Auditor General of India on the accounts of the company be and are hereby considered and adopted.”

2. To declare dividend for the financial year ended 31st March, 2016 by passing the following ordinary resolution;

“RESOLVED THAT a dividend of ₹ 12.50/- (Rupees twelve and paise fifty only), per Equity Share of the face value of ₹ 10/- each, be and is hereby declared on 22197269 shares for the financial year ended 31st March, 2016 out of distributable Profit of the Company for the financial year ended 31st March, 2016.

3. To fix remuneration of the Auditors for the financial year 2016-17 and to pass the following ordinary resolution:

“RESOLVED THAT pursuant to Section 142 and other applicable provisions of the Companies Act, 2013, the Board of Directors be and is hereby authorized to determine the amount of remuneration payable to the Auditors (appointed under Section 139(5) and other applicable provisions of the Companies Act, 2013, by the Comptroller & Auditor General of India), including the amount of reimbursement of out-of-pocket expenses, if incurred by the said Auditors, in connection with the audit of Annual Accounts of the Company for the financial year 2016-17.”

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SPECIAL BUSINESS :

To consider and, if thought fit, to pass the following Ordinary Resolution:

4. **Appointment of Smt. Perin Devi Rao as Non-Executive Government Nominee Director**

“RESOLVED THAT Smt. Perin Devi Rao, DIN 07145051, who is acting as Director (R&V), Ministry of Petroleum and Natural Gas (MoPNG), be and is hereby appointed as a Non-Executive, Government Nominee Director of the Company with immediate effect on co-terminus basis or until further order from MoPNG – whichever is earlier and her period of office shall be subject to retirement by rotation.”

To consider and, if thought fit, to pass the following Ordinary Resolution:

5. **Appointment of Shri Shyam Sundar Khuntia as Non-Executive Director**

“RESOLVED THAT Shri. Shyam Sundar Khuntia, DIN 07475677, who is acting as Director (Finance) of Balmer Lawrie & Co. Ltd. be and is hereby appointed as a Non-Executive Director (Ex-officio Member) of the Company with immediate effect until further order from Ministry of Petroleum & Natural Gas (MoPNG) – and his period of office shall be subject to retirement by rotation.”

To consider and, if thought fit, to pass the following Ordinary Resolution:

6. **Appointment of Smt. Kiran Vasudeva as Non-Executive Government Nominee Director**

“RESOLVED THAT Smt. Kiran Vasudeva, DIN 06419718, who is acting as DS(Finance), Ministry of Petroleum & Natural Gas (MOP&NG), be and is hereby appointed as a Non-Executive, Government Nominee Director of the Company with immediate effect for three years from the date of induction on the Board on co-terminus basis or until further order from MOP&NG - whichever is earlier and her period of office shall be subject to retirement by rotation.”

Registered Office:
21, Netaji Subhas Road,
Kolkata - 700 001

By Order of the Board
Balmer Lawrie Investments Limited
Abhishek Lahoti
Company Secretary
ACS 25141

Date: 12 August, 2016
Place: Kolkata

NOTES :**A. General**

1. Explanatory statement pursuant to Section 102 of the Companies Act, 2013, is attached. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 pertaining to person seeking appointment as Director under item 4,5 and 6 of the notice, are also annexed. Documents referred in the explanatory statement shall be available for inspection during the AGM at the venue.
2. **PROXIES: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
3. The Instrument appointing the Proxy, in order to be valid and effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty-eight) hours before the scheduled time of the commencement of AGM (on or before Tuesday, 20th September, 2016, 2:30 p.m.). Proxies submitted on behalf of Bodies Corporates must be supported by an appropriate resolution / authority, as applicable. Proxy form, MGT-II has been attached to this notice.
4. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Rules framed thereunder a person can act as Proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) per cent of the total share capital of the Company carrying voting rights. However, a Member holding more than 10 (ten) per cent 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 Member.
5. Corporate members are requested to send a certified copy of their Board resolution passed under Section 113 of the Companies Act, 2013, thereby authorizing their representative to attend and vote at the ensuing AGM. In case of joint holders attending the AGM, only the first holder will be entitled to vote.
6. The Board of Directors at its meeting held on 18th May 2016, has recommended a dividend of ₹ 12.50 per Equity Share of the face value of ₹ 10/- each, fully paid-up. Upon declaration by the members, dividend shall be paid to the shareholders of the Company those who are holding shares of the Company as on 15th September 2016 (End Of Day) within the statutory time limit of 30 days from the date of such declaration, i.e., by 22nd October 2016.

7. REGISTERS FOR INSPECTION:

The Registers of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 & the Register of Contracts or arrangements in which the Directors are

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interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM venue.

8. The Route Map showing directions to reach the venue of the AGM is annexed.
9. Shareholders may opt to receive dividend through National Electronic Clearing Services (NECS) of the dividend banker. In such an event, dividend will be credited to the bank account of the shareholders on the NECS settlement date (to be provided by the Reserve Bank of India). In the absence of availing the NECS option by the shareholders, the Company would send the dividend warrants by post in the normal manner.
10. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 16th September, 2016 to Thursday, 22nd September, 2016 (both days inclusive).

11. UNCLAIMED DIVIDENDS

Pursuant to Section 205C of the Companies Act, 1956 and applicable provisions of the Companies Act, 2013, the dividend amount which remains unpaid/unclaimed for a period of seven years from the date of its transfer to unpaid dividend account, are required to be transferred to the 'Investors Education & Protection Fund' of the Central Government ('IEPF'). Please note that the unclaimed dividend amount for the financial year 2008-09 (declared and paid in 2009) will be due for transfer to IEPF on 30th November 2016. Corporate Governance Report provides a separate statement on unclaimed/unpaid dividend.

12. In view of the above regulation, the shareholders who are yet to encash the dividend are advised to send requests for revalidation of the unencashed Dividend Warrants still held by them to the Registrars and Transfer Agents of the Company.

13. Members are requested:

- a) To notify on or before 15th September, 2016 (applicable for shareholders holding shares in physical mode) the following to CB Management Services (P) Ltd. ('CB'), at P-22, Bondel Road, Kolkata – 700 019:
 - i. Any Change of address (including pin code), mandate, etc.
 - ii. Particulars of Bank account number, name and address of the bank.

Members who are holding Shares in electronic form may note that bank particulars registered with their respective Depository Participants will be used by the Company for electronic credit / despatch of dividend. The Company or its Registrar and Share Transfer Agents (RTA) cannot act on any request received directly from the Members holding Shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised by the Members concerned to their

respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records.

- b) To quote the ledger Folio or client ID and DP ID numbers in all communications addressed either to the Company/ or to CB;
 - c) To bring a copy of the Annual Report at the AGM venue. Please note that Annual Report(s) shall not be distributed at the AGM Venue;
 - d) To submit Attendance Slip/show Entry Pass at the entrance of the AGM Venue;
 - e) Submit National Electronic Clearing System (NECS) mandates on or before 15th September 2016, to enable the Company to pay dividend through NECS mode. Members who are holding shares in physical form are requested to send their NECS mandates to the Company's RSTA, CB. Those holding shares in electronic form are requested to send NECS mandates directly to their respective Depository Participants (DPs).
14. Nomination by securities holders — Pursuant to Section 72 of the Companies Act, 2013 any holder of securities of the Company may, at any time, nominate, in Form No. SH.13, any person as his nominee upon whom the securities shall vest in the event of his death. A nomination may be cancelled, or varied by nominating any other person in place of the present nominee, by the holder of securities who has made the nomination, by giving a notice of such cancellation or variation, to the Company in Form No. SH.14. The cancellation or variation shall take effect from the date on which the notice of such variation or cancellation is received by the Company.
15. In terms of Sections 139, 142 and other applicable provisions of the Companies Act 2013, though the Auditors of a Government Company are appointed by the Comptroller and Auditor General of India, the remuneration of the Auditor is fixed by the Company at the General Meeting. Therefore item on fixation of remuneration of the Auditors has been included in the Notice of the 15th AGM under item no.3 of the Ordinary Business, which requires passing of resolution by simple majority.
16. Members who hold Shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to write to the Company's Registrar and Share Transfer Agents, enclosing their Share Certificates to enable the Company to consolidate their holdings into a single folio.
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are

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maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents.

18. In accordance with the provisions of Section 136 of the Companies Act, 2013, the audited accounts of subsidiaries are placed on the website of the Company (www.blinv.com) additionally the Company will provide a copy of separate audited financial statements in respect of its subsidiary companies, to any shareholder of the Company on making requisition to the Company Secretary at the registered office of the Company or at the office of Company's Registrar and Share Transfer Agents.

B. Voting by Electronic means :

1. In compliance with the provisions of 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 SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, the stated items of business (1) to (6) shall be transacted through electronic voting system and the Company is providing facility for voting by electronic means (e-voting) to its Members. The Company has engaged the services of National Securities Depository Limited ("NSDL") for providing e-voting facilities to the Members enabling them to cast their vote in a secure manner.
2. The company is providing facility for voting by electronic means and the business may be transacted through such voting and the facility for voting through ballot paper shall also be made available at the AGM and members attending the AGM who have not already casted their vote by remote e-voting facility shall be able to exercise their right at the AGM.
3. The time schedule including the time period during which the votes may be cast by remote e-voting –
 - a. The remote e-voting period shall commence on 18th September 2016 (9:00 a.m) and end on 21st September 2016 (5 p.m.). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 15th September 2016 End of Day (EOD)("Cut-off Date"), may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.
 - b. Vote on a resolution, once cast, cannot be changed subsequently.
 - c. Voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Cut-off Date.

4. Instructions on e-voting

I. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Balmer Lawrie Investments Limited".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to debabrata@ddc.org.in with a copy marked to evoting@nsdl.co.in

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B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

(i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM :

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
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(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

III. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

V. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 15th September 2016., EOD.

VI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 15th September 2016, EOD may obtain the login ID and password by sending a request at evoting@nsdl.co.in or rta@cbmsl.com.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

VII. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

VIII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 15th September, 2016, EOD only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

IX. Mr. Debabrata Dutt, a Company Secretary in whole-time practice (Membership No. FCS-5401), has been appointed for as the scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

- X. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of the Scrutinizer by the use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XI. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XII. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company (www.blinv.com) and on the website of NSDL immediately after the declaration of results by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to BSE Ltd. and The Calcutta Stock Exchange Ltd.

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Details of Directors proposed for re-appointment and/or appointment at the 15th Annual General Meeting scheduled on 22nd September 2016

Name of the Director	Smt. Perin Devi	Shri Shyam Sundar Khuntia	Smt. Kiran Vasudeva
Date of Birth	13-10-1965	01-05-1960	22-05-1959
Date of first Appointment on the Board	25-01-2016	30-03-2016	15 -07-2016
Other details	Smt. Perin Devi is Director (AV&CA) in the Ministry of Petroleum & Natural Gas	Shri S. S. Khuntia is Director (Finance) of Balmer Lawrie & Co. Ltd.	Smt. Kiran Vasudeva is Deputy Secretary (Finance) in the Ministry of Petroleum & Natural Gas.
Shareholding of the Non- Executive Director	NIL	NIL	NIL
Particulars of offices held	- Mangalore Refinery and Petrochemicals Limited-Director	- Balmer Lawrie & Co. Ltd. – Director (Finance) - Transafe Services Ltd. – Director - Visakhapatnam Port Logistics Park Limited –Director	-
Membership/ Chairmanship of any Committee	1) Chairperson of the following Committees of Balmer Lawrie Investments Ltd.: -Audit Committee -Nomination and Remuneration Committee -Corporate Social Responsibility Committee 2) Member of the following Committees of Balmer Lawrie Investments Ltd.: -Stakeholders Relationship Committee -Committee of Directors for Share Transfer, Transmission etc.	1) Members of the following Committees of Balmer Lawrie Investments Ltd.: - Audit Committee - Nomination and Remuneration Committee - Committee of Directors for Share Transfer, Transmission etc. - Corporate Social Responsibility Committee 2) Chairperson of the following committee of Balmer Lawrie Investment Ltd. - Stakeholders Relationship Committee 3) Members of the Following Committees of Balmer Lawrie & Co. Ltd.: - Audit Committee - Stakeholders Relationship Committee -Corporate Social Responsibility Committee 4) Member of following Committies of Transafe Services Limited. - Audit Committee - Nomination and Remuneration Committee.	1) Members of the following Committees of Balmer Lawrie Investments Ltd.: - Audit Committee - Nomination and Remuneration Committee -Stakeholders Relationship Committee -Corporate Social Responsibility Committee

Details of Directors proposed for re-appointment and/or appointment at the 15th Annual General Meeting scheduled on 22nd September 2016

Name of the Director	Smt. Perin Devi	Shri Shyam Sundar Khuntia	Smt. Kiran Vasudeva
No. of meetings of the Board attended during the year	2	0	0
Terms and Conditions of appointment	As contained in letter bearing reference no. C-31033/1/2012-CA/FTS: 18688 dated 2nd January, 2016 from Ministry of Petroleum & Natural Gas (MoPNG)	As contained in letter bearing reference no. - C-31024/04/2015-CA/FTS: 39711 dated 22nd March, 2016 from Ministry of Petroleum & Natural Gas (MoPNG)	As contained in letter bearing reference no. C-31033/1/2016-CA/FTS: 42979 dated 18th May, 2016 from Ministry of Petroleum & Natural Gas (MoPNG)
Remuneration	No remuneration or sitting fee is paid to the Director.	No remuneration or sitting fee is paid to the Director.	No remuneration or sitting fee is paid to the Director.
Relationship with other Directors, Managers and other Key Managerial Personnel	NIL	NIL	NIL

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Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item 4: Appointment of Smt. Perin Devi as Non-Executive Government Nominee Director

The Company has received a letter bearing reference no. C-31033/1/2012-CA/FTS: 18688 dated 2nd January, 2016 from Ministry of Petroleum & Natural Gas (MoPNG) vide which it was communicated that Smt. Perin Devi, Director (R&V) MoPNG having DIN No. 07145051 has been nominated as Government Director on the Board of the Company with immediate effect on co-terminus basis or until further order, whichever is earlier. Accordingly, Smt. Perin Devi was appointed as an Additional Director in terms of Section 161(1) of the Companies Act, 2013, on the Board of the Company through resolution passed by circulation dated 25th January, 2016.

The Company has received a notice of candidature of Smt. Perin Devi from a member as per the provisions of Section 160 of the Companies Act, 2013 thereby proposing her appointment as Non-executive, Government Nominee Director of the Company with immediate effect on co-terminus basis or until further order from MoPNG.

No remuneration or sitting fee shall be paid to Smt. Perin Devi.

The details of Smt. Perin Devi is provided in the table above.

Except Smt. Perin Devi, none of the Directors or Key Managerial Personnel or their relatives stand concerned or interested in the said item.

Item 5: Appointment of Shri. Shyam Sundar Khuntia as Non-Executive Director

The Company has received a letter bearing reference no. - C-31024/04/2015-CA/FTS: 39711 dated 22nd March, 2016 from Ministry of Petroleum & Natural Gas (MoPNG) vide which it was communicated that Shri. Shyam Sundar Khuntia having DIN No.07475677 had been nominated as Director (Finance) of Balmer Lawrie & Co. Ltd. for a period of five years from the date of his assumption of charge of the post or till the date of his superannuation or until further orders, whichever is the earliest. Accordingly, Shri Shyam Sundar Khuntia was appointed as an Additional Director on the Board of the Company being ex-officio member with effect from 30th March, 2016, through resolution passed by circulation dated 29th March, 2016.

The Company has received a notice of candidature of Shri Shyam Sundar Khuntia from a member as per the provisions of Section 160 of the Companies Act, 2013, thereby proposing his appointment as Non-Executive Director of the Company with immediate effect.

No remuneration or sitting fee shall be paid to Shri Shyam Sundar Khuntia.

The details of Shri Shyam Sundar Khuntia is provided in the table above.

Except Shri Shyam Sundar Khuntia, none of the Directors or Key Managerial Personnel or their relatives stand concerned or interested in the said item.

Item 6: Appointment of Smt. Kiran Vasudeva as Non-executive, Government Nominee Director

The Company has received a letter bearing reference no. C-31033/1/2016-CA/FTS: 42979 dated 18th May, 2016 from Ministry of Petroleum & Natural Gas (MoPNG) vide which it was communicated that Smt.Kiran Vasudeva, Deputy Secretary (Finance), MoPNG having DIN No.06419718 had been nominated as Government Director on the Board of the Company for a period of three years from the date of induction on the Board on co-terminus basis or until further order whichever is earlier. Accordingly, Smt. Kiran Vasudeva was appointed as Non-executive, Government Nominee Director on the Board of the Company with effect from 15th July 2016 through resolution passed by circulation.

The Company has received a notice of candidature of Smt. Vasudeva from a member as per provisions of Section 160 of the Companies Act 2013 thereby proposing her appointment as Non-executive, Government Nominee Director of the Company with immediate effect for three years from the date of induction on the board on co-terminus basis or until further order from MOP&NG.

No remuneration or sitting fee shall be paid to Smt. Kiran Vasudeva.

The brief profile of Smt. Kiran Vasudeva is provided in the table above.

Except Smt. Kiran Vasudeva, none of the Directors or Key Managerial Personnel or their relatives stand concerned or interested in respect of this item.

Registered Office:
21, Netaji Subhas Road,
Kolkata - 700 001.

By Order of the Board
Balmer Lawrie Investments Limited
Abhishek Lahoti
Company Secretary
ACS 25141

Date: 12th August, 2016

Balmer Lawrie Investments Limited

CIN: L65999WB2001GOI093759

AGM Venue Route Map



Form No. MGT - 11

Proxy Form

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

CIN: L65999WB2001GOI093759

Name of the Company: Balmer Lawrie Investments Limited

Registered Office: 21, Netaji Subhas Road, Kolkata 700001

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, here by appoint

1. Name : _____

Address : _____

E-mail Id: _____

Signature: _____, or failing him

2. Name : _____

Address : _____

E-mail Id: _____

Signature: _____, or failing him

3. 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 15th Annual General Meeting of the company, to be held on the 22nd day of September 2016 at 2:30 p.m. at G D Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata – 700 019 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. To consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon for the financial year ended 31st March, 2016 and the comments of the Comptroller & Auditor General of India;
2. To declare dividend for the financial year ended 31st March, 2016;
3. To fix remuneration of the Auditors for the financial year 2016-17;
4. To appoint Smt. Perin Devi as Non-Executive Government Nominee Director;
5. To appoint Shri. Shyam Sundar Khuntia as Non-Executive Director;
6. To appoint Smt. Kiran Vasudeva as Non-Executive Government Nominee Director.

Signed this _____ day of _____ 20_____

Signature of shareholder _____

Signature of Proxy holder(s) _____



Note: 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.