


Notice is hereby given that an Extra Ordinary General Meeting of Dalmia Laminators Ltd will be held at the Registered office of the Company at 130, Cotton Street, Kolkata – 700 007 on Friday the 29th day of November, 2013 at 11 A.M. for the purpose of considering the following special resolutions:

To Consider and if thought fit to pass the following resolution with or without modification as special resolution.

Resolved that the Board of Directors be & is hereby authorized and shall be deemed to have always been so authorized to raise or borrow from time to time at its discretion either from the company's bankers or from the directors or from elsewhere on such terms & condition as to repayment, interest, or otherwise as it thinks fit such sums as may be necessary for the purpose of the company up to a limit of Rupees Two Hundred Crores outstanding at any time and that such borrowing shall be exclusive of temporary loans obtained or to be obtained by the company from the company's bankers in the ordinary course of business.

Registered office
130, Cotton Street,
Kolkata – 700 007
Dated 31st October, 2013


By order of the board

(G. Agarwal)
Company Secretary.

NOTES:

1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll in his/her stead and the proxy need not be a member of the company.

2) The Relevant explanatory statement pursuant to section 102 of the companies Act. 2013 in respect of the special business is annexed hereto.

Registered office
130, Cotton Street,
Kolkata – 700 007
Dated 31st October, 2013,

By order of the board

(G. Agarwal)
Company Secretary.


EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013.

At the Extra-ordinary General meeting of the Company held on 20.04.2011 where in the Company had accorded its consent under section 293(1)(d) of the Companies Act, 1956, to the Directors borrowing moneys up to a limit of Rs. 100 Crores (excluding temporary loans obtained from the Company's bankers in the ordinary course of business). Taking into account the further requirements of additional finance for the developmental activities undertaken by the Company, a fresh resolution is proposed providing that, the Directors may, for and on behalf of and for the purposes of the Company, borrow further sums of money amounting in the aggregate to a sum of not more than Rs. 200 Crores, thereby raising the total borrowing limit from Rs. 100.00 Crores to Rs. 200 crores. With the company's plan for developmental activity, your board thinks it necessary to acquire this power and commends passing of this resolution.

None of the Directors or their relatives except Mr. Girdhar Gopal Dalmia, Mr. Manish Dalmia & Mr. Vijay Dalmia, along with their relatives are concerned or interested in the said resolution. Mr. Girdhar Gopal Dalmia, Mr. Manish Dalmia & Mr. Vijay Dalmia, along with their relatives hold 46.11% shares in the company. Further, none of the key managerial personnel or their relative is concerned or interested in the said resolution.

Registered office
130, Cotton Street,
Kolkata - 700 007
Dated : 31st October, 2013

By order of the board


(G. Agarwal)
Company Secretary.



Dalmia Laminators Ltd.

Certified copy of the extract of the resolutions passed at the Extra Ordinary General Meeting of Shareholders of Dalmia Laminators Ltd. Held on Friday the 29th Day of November, 2013 at the Registered office of the Company at 130, Cotton Street Kolkata 700 007

"Resolved that the Board of Directors be & is hereby authorized and shall be deemed to have always been so authorized to raise or borrow from time to time at its discretion either from the company's bankers or from the directors or from elsewhere on such terms & condition as to repayment, interest, or otherwise as it thinks fit such sums as may be necessary for the purpose of the company up to a limit of Rupees Two Hundred crores outstanding at any time and that such borrowing shall be exclusive of temporary loans obtained or to be obtained by the company from the company's bankers in the ordinary course of business."

Certified to be true copy

For DALMIA LAMINATORS LIMITED

Director.