

GRINDWELL NORTON LIMITED

Corporate Identity Number: L26593MH1950PLC008163

Registered Office: 5th Level, Leela Business Park, Andheri-Kurla Road, Marol,
Andheri (East), Mumbai 400 059

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NOTICE OF 67TH ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND BOOK CLOSURE

Notice is hereby given that the 67th Annual General Meeting (“AGM”) of the Company is scheduled to be held on Wednesday, July 26, 2017 at 11:00 a.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai 400 001, to transact the Business, as set out in the Notice of AGM.

The Notice of AGM together with the Annual Report for the year ended March 31, 2017, have been sent by electronic mode to the Members whose email addresses are registered with the Company/Depository Participant(s) (“DP”) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM together with the Annual Report has been sent to those Members who have not registered their E-mail IDs with the Company/DP. The Company has completed dispatch of Notice of AGM together with the Annual Report including sending of email to Members on June 29, 2017.

The copy of the Annual Report is also available on the Company’s website, www.grindwellnorton.com. Members may download it from the Company’s website or may request for a copy of the same by writing to the Company Secretary at the Registered Office of the Company at the aforesaid email ID. The documents pertaining to the items of business to be transacted in the AGM are open for inspection at the Registered Office of the Company during business hours on any working day.

The Company is pleased to provide its Members with the facility to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means (“remote e-voting”).

The Members can cast their vote through remote e-voting provided by National Securities Depository Limited (“NSDL”). The Company is also providing facility for voting by Ballot at the AGM for all those Members who shall be present at the AGM and have not cast their votes by availing the remote e-voting facility.

The Members as on the cut-off date, Wednesday, July 19, 2017, may cast their vote electronically. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of the AGM and holds shares as of the cut-off date, Wednesday, July 19, 2017, may obtain the user ID and password by sending an email to evoting@nsdl.co.in. However, if a person is already registered with NSDL for e-voting, then the existing user ID and password can be used for casting vote. Only persons whose names are recorded in the register of Members or in the register of beneficial owners maintained by the

depositories as on the cut-off date shall be entitled to vote using the remote e-voting facility or voting by Ballot at the AGM.

The remote e-voting shall commence on Saturday, July 22, 2017 (9:00 a.m.) and ends on Tuesday, July 25, 2017 (5:00 p.m.). The remote e-voting module shall be disabled by NSDL after Tuesday, July 25, 2017 (5:00 p.m.). The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The Notice of AGM is available on Company's website, www.grindwellnorton.com and on NSDL website, www.evoting.nsdl.com. The procedure of electronic voting is available in the Notice of the 67th Annual General Meeting as well as in the email sent to the Members by NSDL.

In case of any queries, Members may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or contact Mr. Amit Vishal, Senior Manager, National Securities Depository Limited, Trade World, "A" Wing, 4th & 5th Floors, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 at telephone no. 022 2499 4360 or call on toll free no.: 1800-222-990 or Ms. Mary George, TSR Darashaw Limited, 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai 400 011 at telephone no. 022 6656 8484, Extn: 411/412/413, E-mail: csg-unit@tsrdarashaw.com.

The entry to the meeting venue will be regulated by Attendance Slips, which have been sent along with the Annual Report to the Members. Members who have received Attendance Slips by electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, July 19, 2017 to Wednesday, July 26, 2017 (both days inclusive), for the purpose of AGM and for determining the names of Members eligible for dividend on Equity Shares, if declared at AGM.

For Grindwell Norton Limited

Mumbai, June 29, 2017

K. Visweswaran
Company Secretary