

THE RAMESHWARA JUTE MILLS LIMITED

CIN: L17119WB1935PLC046111

Registered Office: Birla Building, 8th Floor, 9/1, R. N. Mukherjee Road, Kolkata 700 001

Phone: (033) 3057 3700 / 3041 0900 (Extn. 1883)

Website: <http://www.rameshwarajute.com>; Email: rjm.ho@rjm.co.in

NOTICE

NOTICE is hereby given that the Annual General Meeting (AGM) of the Company will be held at 03:00 P.M. on Thursday, the 24th September 2015 at 16th Floor, Birla Building, 9/1, R. N. Mukherjee Road, Kolkata 700 001 to transact the business as detailed in the Notice dated 28th May, 2015, the despatch of which, together with the Company's Annual Report 2014 - 2015 for the year ended 31st March, 2015, have been completed on 28th August 2015 to all Members appearing on the Company's List of Members as on 21st August 2015 by courier.

Members, who do not receive the Annual Report in the course of time, should approach the Registered Office of the Company, at the above address, to obtain another copy of the Annual Report.

The Annual Report including the Notice convening the AGM, together with the Statement under Section 102 of the Act and voting instructions, are available on the Company's website www.rameshwarajute.com and the Central Depository Services (India) Ltd (CDSL) website www.cdslindia.com.

NOTICE is also hereby given pursuant to Section 91 of the Companies Act, 2013 ("the Act") that the Register of Members and Share Transfer Books of the Company shall remain closed from 18th September, 2015 to 24th September, 2015, both days inclusive, for the purpose of AGM.

Members entitled to attend the AGM may appoint one or more proxies to attend in their stead. Proxies in order to be effective must comply with the provisions of Section 105 of the Act read with Rule 19 of the Companies (Management & Administration) Rules, 2014. The instrument of Proxy must be lodged with the Company no less than 48 hours before the Meeting.

Attention of the Members is brought to the following:

- (i) The proposed business as given in the Notice convening the AGM will be transacted electronically through the e-Voting facility, from a place other than the venue of the AGM ("remote e-Voting"), made available by the Central Depository Services (India) Limited ("CDSL").
- (ii) The remote e-Voting window will open at 10.00 A.M. on Monday, the 21st September, 2015 and close at 5.00 P.M. on Wednesday, 23rd September, 2015. The remote e-Voting module will be disabled thereafter and no remote e-Voting shall be allowed beyond 5 PM on Wednesday, 23rd September, 2015.
- (iii) A person, whose name is recorded in the Register of Members as on the cut-off date i.e. 17th September 2015 shall be entitled to avail the facility of either remote e-Voting or voting at the AGM.
- (iv) Persons, who have acquired Shares and become Members of the Company after the despatch of the Notice for the AGM, as afore-said but before the cut-off date, will follow instructions as given under Note No. 16 of the Notice for the AGM, as available on the website of the Company and that of CDSL as stated above, for casting their votes electronically.
- (v) The facility for voting through Ballot Paper shall be made available at the AGM to the Members. Members who have not cast their vote by remote e-Voting shall be able to exercise their right to vote at the Meeting through Ballot Paper.
- (vi) A Member may participate in the AGM even after exercising his right to vote through remote e-Voting but shall not be entitled to vote at the AGM again.
- (vii) A Member as on the cut-off date shall only be entitled to avail voting through remote e-Voting facility or at the AGM, as the case may be.
- (viii) In case of any queries or issues regarding remote e-Voting, Members may refer the Frequently Asked Questions ("FAQs") and remote e-Voting manual available at www.evotingindia.com under "Help" section or write an email to helpdesk.evoting@cdslindia.com. For any query / grievance relating to the Resolutions proposed to be passed at the AGM, it may be addressed to Smt. S. G. Ray, Company Secretary at the Registered Office address given above or emailed to: rjm.ho@rjm.co.in or may call at 033-2243 7121.

NOTICE is also hereby given to inform that the Company has completed the despatch of Notice of Postal Ballot on 28th August, 2015 under Section 110 of the Companies Act, 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, along with Postal Ballot Form and self addressed postage prepaid envelope in relation to passing of Resolution under Section 180(1)(a) of the Act for approval of shareholders. The aforesaid proposed business is to be transacted by Postal Ballots including voting by electronic means under the arrangement with CDSL. The detailed procedure of e-Voting is mentioned in the Notice of Postal Ballot under Note No. 17 and for more details on e-Voting, the members may also log on www.evotingindia.com.

The Postal Ballot Voting will commence on and from 29th August, 2015. The self addressed, postage prepaid envelope containing the duly completed Postal Ballot Form should directly reach the Scrutiniser on or before 5 p.m. of 27th September, 2015. Any Postal Ballot form received from a Member after thirty days from the date of despatch of Notice of Ballot Paper will not be valid. The e-Voting shall commence at 9 a.m. on 29th August, 2015 and end at 5 p.m. on 27th September, 2015. A member cannot vote both by post and e-Voting and if he does vote both by post and e-Voting, his vote received by post shall be treated as invalid. Postal Ballot Form received after the aforesaid time and date will be treated strictly as if the reply from the member has not been received. Similarly, in the case of e-Voting, the electronic voting module will be disabled by the CDSL after the afore-stated timeline. The Notice for the Postal Ballot is also available on the Company’s website www.rameshwarajute.com and the website of CDSL at www.cdslindia.com and it can be downloaded from there as well. Voting will be reckoned in relation to a Member’s holding of the paid-up equity share capital of the company as at close of business on **21st August 2015 (“Record Date”)**. A person who is not a Member as on the Record Date should treat this Notice for information purpose only.

Members who have not received Postal Ballot Forms may apply to the Company at its Registered Office to obtain the duplicate thereof. Any query / grievance relating to the Postal Ballot including e-Voting may be addressed to Smt. S. G. Ray, Company Secretary at the Registered Office address given above or emailed to: rjm.ho@rjm.co.in or may call at 033-2243 7121.

The Result of Postal Ballot will be announced at **5p.m. on Thursday, 1st October, 2015** at the Registered Office of the Company. The results along with the Scrutiniser’s Report will be hosted on the website of the Company www.rameshwarajute.com and the weblink is <http://rameshwarajute.com/notifications.php>.

Place: Kolkata
Date : 28th August 2015

THE RAMESHWARA JUTE MILLS LIMITED
S. G. Ray
(Company Secretary)

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