

Jollyboard LIMITED

CIN: U20200MH1956PLC009899

Registered Office: 501, Rewa Chambers, 31 Sir V. Thackersey Marg,
Mumbai 400020.

E-mail: investor@jollyboard.com website: www.jollyboard.com
Tel: +91-22-22078531-34, Fax: +91-22-22069533

NOTICE

NOTICE is hereby given that the Fifty-Eighth (58th) Annual General Meeting (AGM) of the Company will be held on **Saturday 25th July, 2015 at 11.30 a.m.** at Kilachand Conference Room, 2nd Floor, Indian Merchants' Chamber, LNM IMC Bldg, Churchgate, Mumbai 400020 to transact the business as set out in the Notice dated May 9, 2015. The said Notice along with Proxy form, Attendance Slip and Annual Report inter-alia containing Directors Report, Auditors Report and Audited Financial Statement has been dispatched/mailed to all Members at their registered addresses or emails by 25.06.2015 and same is also available on the website of the Company at www.jollyboard.com or sharexindia.com or evoting.nsdl.com

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. Proxies in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting.

Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from **17.07.2015 to 25.07.2015 (both days inclusive)** for the purpose of Annual General Meeting and payment of final dividend on the Equity Shares of the Company for the year ending March 31, 2015. The dividend as recommended by the board, if declared at the AGM will be paid on or after July 25, 2015.

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

a) The company is providing remote e-voting facility to its Members to cast vote by electronic means on the Resolutions set out in the Notice dated May 9, 2015 for the Annual General Meeting.

b) Day, Date and time of commencement of remote e-voting :
**Wednesday, July 22, 2015
(10.00 a.m.)**

c) Day, Date and time of end of remote e-voting : **Friday, July 24, 2015.
(5.00 p.m.)**

d) Cut-off date : **Saturday July 18, 2015**

e) Any person, who acquires shares of the Company and becomes member of the Company after dispatch of AGM notice and holds as on **cut-off date i.e. July 18, 2015** should follow the instructions of e-voting as mentioned in the AGM Notice para VII under "Other Instructions" which is available on the Company's website.

The members are requested to note that:

a) Remote e-voting module shall be disabled by NSDL for voting after 5.00 p.m. on **Friday, July 24, 2015.**

b) The facility for voting through ballot/polling paper shall be made available at the venue of the AGM.

c) The members who will be attending the meeting and who have not cast their vote through remote e-voting shall be able to exercise their voting rights at AGM. The members who have already cast their vote through remote e-voting may attend the meeting but shall NOT be entitled to cast their vote again at the AGM.

d) Members holding shares in physical or in dematerialized form as on **July 18, 2015**, shall only be entitled to avail the facility of remote e-voting OR voting through ballot/polling paper at the AGM.

In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of NSDL's E-Voting website: www.evoting.nsdl.com. You can also send your queries/grievances relating to e-voting to Mr. Sagar Dharankar, NSDL, 4th Floor, A Wing, Trade World, Kamla Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013. Email : evoting@nsdl.co.in Tel : 022-24994360 Toll Free No. 1800222990.

The result of the e-voting/voting at AGM shall be declared on 27th July, 2015. The Results declared, along with the Scrutinizer's Report shall be displayed at the Registered Office of the Company and also be placed on the Company's website.

By order and on behalf of the Board
For JOLLY BOARD LIMITED

Place : Mumbai
Date : July 01, 2015

Sd/-
MAHESH BHAVSAR
VICE PRESIDENT (LEGAL)

Jollyboard LIMITED

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Notice is hereby given that pursuant to the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force). Following special business appended herein below of Jolly Board Limited (the 'Company') are proposed to be passed through Special Resolutions by means of Postal Ballot/E-voting.

1. Limits of Borrowing under Section 180(1) (c) of the Companies Act, 2013

2. Creation of security under Section 180(1) (a) of the Companies Act, 2013 in connection with the borrowings of the Company

The proposed special resolutions of the aforesaid special business and explanatory statement under section 102 of the Act as contained in the Postal Ballot Notice dated May 09, 2015 along with the Postal Ballot Form has been sent to the members through email/speed post on June 25, 2015. A copy of the Postal Ballot Notice is also available on the website of the Company at www.jollyboard.com or www.evoting.nsdl.com

The business may be transacted by remote Electronic Voting or through physical Postal Ballot for voting on the resolution as mentioned in the above referred notice. Detailed instructions (including the procedure to obtain login ID and Password for Electronic Voting) for both E-voting and physical postal ballot voting has been provided in the Postal Ballot Notice. Members can opt for only one mode of voting, i.e., either by physical ballot voting or remote E-voting. In case Members cast their votes through both the modes, voting done by E-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.

E-voting period commences on **Friday, June 26, 2015 (10:00 A.M. (IST))** and ends on **Saturday, July 25, 2015 (05:00 P.M. (IST))**. Voting by Postal Ballot or by E-voting facilities shall not be allowed beyond 5:00 P.M. (IST) on **July 25, 2015** and the same will be treated as invalid. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the **cut-off date, i.e. Friday, June 19, 2015** shall be entitled to avail the facility of remote E-voting or voting through Postal Ballot. The E-voting module shall be disabled by NSDL for voting thereafter.

The Board has appointed Mr. S. P. Martey & Associates, Practising Company Secretaries, Mumbai as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of NSDL's E-Voting website: www.evoting.nsdl.com. You can also send your queries/grievances relating to e-voting to Mr. Sagar Dharankar, NSDL, 4th Floor, A Wing, Trade World, Kamla Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013. Email : evoting@nsdl.co.in Tel : 022-24994360 Toll Free No. 1800222990.

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