

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Company shall be held on **Wednesday, the 17th day of August, 2016 at 03:00 PM** at its Registered Office at 257, Second floor, Satyam Tower, Commercial Complex, Paschim Vihar New Delhi-110063 to transact the following Business:-

ORDINARY BUSINESS:-

Item No. 1 (Ordinary resolution): Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016 including the Audited Balance Sheet as on March 31, 2016 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon;

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2016 including the Audited Balance Sheet as at March 31, 2016 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; along with all annexure as laid before this Annual General Meeting be and are hereby received, considered and adopted.”

RESOLVED FURTHER THAT any of the Directors of the Board be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the forgoing resolution.”

Item No. 2 (Ordinary Resolution): Re-appointment of Ms. Nirmal Jain (DIN: 00036929) as a Director of the Company, liable to retire by rotation.

“RESOLVED THAT Ms. Nirmal Jain (DIN: 00036929) who retires by rotation at this Annual General Meeting be and is hereby re-appointed as a Director of the Company and that his period of office be liable to determination by retirement of Directors by rotation.”

RESOLVED FURTHER THAT any of the Directors of the Board be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the forgoing resolution.”

Item No. 3 (Ordinary Resolution): Ratification of appointment of M/s. PVR-N & Co., Chartered Accountants (Firm Registration No. 004062N), as Statutory Auditors of the Company and fix their remuneration.

“RESOLVED THAT pursuant to Sections 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) the appointment of **M/s. PVR-N & Co., Chartered Accountants (Firm Registration No. 004062N)**, as the Statutory Auditors of the Company to hold office as such till the conclusion of the 34th AGM be and is hereby ratified to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting to be held for the financial year 2016-2017 at such remuneration as may be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, in addition to the reimbursement of all out-of-pocket expenses in connection with the audit of the financial statements of the Company.

RESOLVED FURTHER THAT any of the Directors of the Board be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the forgoing resolution.”

Ujala Commercials Limited

SPECIAL BUSINESS:-

Item No. 4 To consider and if thought fit, to pass, with or without any modification(s) as may deem fit the following, as an Ordinary Resolution:-

“**RESOLVED THAT** pursuant to the provision of section 196 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and as per the recommendation of Nomination and Remuneration Committee, Audit Committee and as per Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the consent of the members be and is hereby accorded for the change in designation of **Mr. Virender Kumar Jain (DIN: 00036894)**, from Director to Whole Time Director of the Company for the period of five years with effect from **10th February, 2016** to the payment of remuneration fixed in consultation with such committees

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits during the tenure of service of the Managing Director, the payment of salary, commission, perquisites and other allowances shall be governed by the limits prescribed under Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013

The terms and conditions of appointment of Whole Time Director may be altered or varied from time to time by the Board in such manner as may be mutually agreed, subject to approvals as may be required and within applicable limits of the Companies Act, 2013.

The appointment may be terminated by either party by giving three months’ notice of such termination or salary in lieu thereof or by mutual consent.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, any Director of the Company or the Company Secretary be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, NCT of Delhi and Haryana.”

Item No. 5 To consider and if thought fit, to pass, with or without any modification(s) as may deem fit the following, as an Ordinary Resolution:-

“**RESOLVED THAT** pursuant to the provision of Section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act), The Companies (Appointment & Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule IV to the Act and as per Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, **Mr. Ganesh Ray (DIN: 00463635)**, who was appointed as an Additional (Independent) Director of the Company by the Board of Directors at its meeting held on February 10, 2016 and whose term of office expires at this Annual General Meeting (‘AGM’) and in respect of whom the Company has received a Notice in writing from a Member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from January 30, 2015.”

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, any Director of the Company or the Company Secretary be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, NCT of Delhi and Haryana.”

Ujala Commercials Limited

Item No. 6 To consider and if thought fit, to pass, with or without any modification(s) as may deem fit the following, as an Ordinary Resolution:-

“**RESOLVED THAT** pursuant to the provision of Section 149, 150(2) and 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act), The Companies (Appointment & Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule IV to the Act and as per Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, **Ms. Meenu Paliwal (DIN: 07440121)**, who was appointed as an Additional (Independent) Director of the Company by the Board of Directors at its meeting held on February 10, 2016 and whose term of office expires at this Annual General Meeting (‘AGM’) and in respect of whom the Company has received a Notice in writing from a Member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from January 30, 2015.”

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, any Director of the Company or the Company Secretary be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, NCT of Delhi and Haryana.”

**Registered Office:
257, Second Floor,
Satyam Tower, Commercial Complex
Paschim Vihar, New Delhi-110063
CIN: L51909DL1985PLC021397**

**For and On behalf of Board of Directors of
M/s Ujala Commercials Limited**

**Nirmal Jain
Chairperson**

Date: 13th July, 2016

Green Initiative Launched by the Ministry of Corporate Affairs

Members are requested to support the “Green Initiatives” by registering their E-mail address with the Company, if not already done.

Those who have changed their E-mail ID are requested to register their E-mail ID with the Company in case the shares held in physical form and with the Depository Participants where shares are held in Demat mode.

Members holding shares in physical mode are also requested to register their e-mail address with our Registrar & Share Transfer Agent M/s Beetal Financial & Computer Services Private Limited Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062 Phone- 91-11-2996 1281-83, Fax- 91-11-2996 1284 Email-beetal@beetalfinancial.com. Such registration of email address may also be made with the Company at its registered office address mentioned above and at E-mail ID csujala.commercial@gmail.com

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

Items to Special Business

ITEM 4

Pursuant to the provision of Section 196 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and as per recommendation of Nomination and Remuneration Committee and Audit Committee, the Board of Directors at its meeting held on 10th February, 2016, had accorded their consent for the change in designation of **Mr. Virender Kumar Jain (DIN: 00036894)**, from Director to Whole Time Director of the Company for the period of five years with effect from 10th, February, 2016 to the payment of remuneration fixed in consultation with such committees.

The terms and conditions of appointment of Managing Director may be altered or varied from time to time by the Board in such manner as may be mutually agreed, subject to approvals as may be required and within applicable limits of the Companies Act, 2013. Total remuneration of Mr. Virender Kumar Jain in any financial year shall not exceed 5% of net profit of the Company during that year.

None of the Promoter, Director, Manager, Key Managerial Personnel, or their relatives, either directly or indirectly is any way concerned or interested in the above resolutions. In consonance with the aforesaid, it is proposed to appoint Mr. Virender Kumar Jain as a Whole time Director liable to retire by rotation.

Accordingly, the Board recommends the resolution No. 4 of the Notice, for the approval of the members of the Company.

ITEM NO 5

Mr. Ganesh Ray (DIN: 00463635) was appointed as an Additional (Independent) Director of the Company with effect from February 10, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Ganesh Ray holds office upto the date of this Annual General Meeting but is eligible for the appointment as an Independent Director. The Company has received a Notice from a Member in writing proposing his candidature for the office of Director.

Mr. Ganesh Ray has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Accordingly, the Board recommends the passing of the Ordinary Resolution as set out in the Item no. 5 of the Notice for appointment of Mr. Ganesh Ray as an Independent Director, not liable to retire by rotation.

Approval of the shareholders is sought by way of resolution no 5 for appointment of **Mr. Ganesh Ray (DIN: 00463635)** as an Independent Director of the Company for the specified tenure commencing from February 10, 2016.

None of the Promoter, Director, Manager, Key Managerial Personnel, or their relatives, either directly or indirectly is any way concerned or interested in the above resolutions under Item no. 5 of the notice as stated herein before except that **Mr. Ganesh Ray (DIN: 00463635)** may be considered & deemed to be interested in these resolutions as they pertain to his appointment as a Director & the Independent Director respectively

Ujala Commercials Limited

ITEM NO 6

Ms. Meenu Paliwal (DIN: 07440121) was appointed as an Additional (Independent) Director of the Company with effect from February 10, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, **Ms. Meenu Paliwal** holds office upto the date of this Annual General Meeting but is eligible for the appointment as an Independent Director. The Company has received a Notice from a Member in writing proposing his candidature for the office of Director.

Ms. Meenu Paliwal has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Accordingly, the Board recommends the passing of the Ordinary Resolution as set out in the Item no. 6 of the Notice for appointment of **Ms. Meenu Paliwal** as an Independent Director, not liable to retire by rotation.

Approval of the shareholders is sought by way of resolution no 6 for appointment of **Ms. Meenu Paliwal (DIN: 07440121)** as an Independent Director of the Company for the specified tenure commencing from February 10, 2016.

None of the Promoter, Director, Manager, Key Managerial Personnel, or their relatives, either directly or indirectly is any way concerned or interested in the above resolutions under Item no. 6 of the notice as stated herein before except that **Ms. Meenu Paliwal (DIN: 07440121)** may be considered & deemed to be interested in these resolutions as they pertain to his appointment as a Director & the Independent Director respectively

Registered Office:
257, Second Floor,
Satyam Tower, Commercial Complex
Paschim Vihar, New Delhi-110063
CIN: L51909DL1985PLC021397

For and On behalf of Board of Directors of
M/s Ujala Commercials Limited

Date: 13th July, 2016

Nirmal Jain
Chairperson

Ujala Commercials Limited

ANNEXURE TO ITEMS 3, 4, 5 & 6 OF THE NOTICE

Details of Directors seeking re-appointment/ appointment at the forthcoming Annual General Meeting
(In pursuance of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)
(As on 31st March, 2016)

Name of the Director	Nirmal Jain (Director) (liable to retire by rotation)	Virender Kumar Jain (Whole Time Director)	Ganesh Ray (Independent Director)	Meenu Paliwal (Independent Director)
Nationality	Indian	Indian	Indian	Indian
Date of re-appointment/ appointment on Board	10/05/2006	10/02/2016	10/02/2016	10/02/2016
Qualification	Graduate from Delhi University	Graduate from Delhi University	Graduate from Delhi University	Graduate from Delhi University
Expertise	She possesses vast experience of more than 10 years in the field of gems	Expertise in real estate business	Expertise in Commerce	Pursuing professional course
Number of Shares held in the Company	Nil	Nil	Nil	Nil
List of directorship held in other companies	1. Padma Properties Private Limited 2. Kadimi Sweets Private Limited	1. Halwais Bakers & Restaurant Association Limited 2. Kadimi Sweets Private Limited	1. QuestorCapinvest Private Limited 2. Adhunik Technology Private Limited	1. Ace Edutrend Limited 2. Diksha Mercantile Pvt. Ltd.
Chairman/ Member of the Committees of the Boards of companies in which he/she is Director	Yes	No	No	No
Relationship between Directors inter-se	Wife of Mr. Virender Kumar Jain(Director of the Company)	Husband of Ms. Nirmal Jain(Director of the Company)	NA	NA

Ujala Commercials Limited

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. INSTRUMENT APPOINTING THE PROXY IS ANNEXED.**
2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten (10) percent of the total share capital of the Company carrying voting rights may appoint one person as proxy and such person shall not act as proxy for any other person or member.
3. An explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, relating to the special business to be transacted at the Annual General Meeting is annexed hereto.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Proxies in order to be effective must be lodged with the company at least 48 hours before the meeting.
6. Members/ Proxies/authorized representatives to attend meeting are requested to bring filled Attendance Slips enclosed.
7. The Register of Members and Share Transfer Books of the Company shall remain closed during the Book Closure period, i.e., from **11thAugust, 2016 to 17thAugust, 2016** (both days inclusive).
8. The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the Company.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
10. **(A)** In Compliance with the provisions of Section 108 of the Companies Act, 2013 and revised rule 20 of the Companies (Management and Administration) Rules 2014 and as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the Company is pleased to provide its members, the facility to exercise their vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting platform provided by Central Depository Services (India) Ltd (CDSL) on all resolution set forth in the Notice. The Members may cast their votes using an electronic Voting System provide by the CDSL from the place other than the venue of the Meeting (“Remote E-voting”).

(B) The Facility for voting through, Ballot papers will also be made available before orate the AGM as per following instructions and the members attending the AGM who have not already cast their vote by “Remote E-voting” or through Ballot Paper before AGM shall be eligible to exercise their right at the AGM through ballot paper and Ballot Form is attached with the Annual Report.

The Instructions for Ballot Paper Voting before AGM

Members who do not have access to e-voting facility may fill the Ballot Paper enclosed with the Notice (a copy of the same is also part of the soft copy of the Notice) and submit the same in a sealed envelope to the Scrutinizer appointed by the Board of Directors of the Company, **M/s. S. K. Balecha & Co., Company Secretaries** so as to reach not later than 16th August, 2016 by 6:00 p.m. Ballot Paper received thereafter will be treated as invalid on the following Address:-

Ujala Commercials Limited

E-2/258, 2nd Floor, Shastri Nagar, New Delhi-110052

- (C) Members who have cast their votes by Remote e -voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.
- (D) The Board of the Directors has appointed **Mr. Sudesh Modi**, a Practicing Company Secretary as 'Scrutinizer' to scrutinize the Ballot Forms and Remote e-voting process in a fair and transparent manner.
- (E) Members can opt for only one mode of voting, i.e., either by Ballot Form 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 Ballot Form shall be treated as invalid.
- (F) A Person, whose name is recorded in the register of members or in the register of beneficial owners as maintained by the depositories as on cutoff date i.e. **10th August, 2016** shall be entitled to avail the facility of remote e-voting/ Ballot Papers.
- (G) Any person who becomes a member of the Company after dispatch of the notice of the Meeting and holding shares of the Company as on cut-off (i.e.) **10th August, 2016** date may obtain the User ID and password by sending E-mail to helpdesk.evoting@cdslindia.com.
- (H) The Remote e-voting will be available during the following period:-

From: 9:00 AM on 14.08.2016

Till: 5:00 PM on 16.08.2016

- (I) The Scrutinizer, after scrutinizing the votes cast at the meeting (Ballot Papers) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.ujalacom.in and on the website of the CDSL. The results shall simultaneously be communicated to the Stock Exchanges.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 9:00 AM on **14.08.2016** and ends on 5:00 PM on 16.08.2016. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 10th August, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

Ujala Commercials Limited

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. Sequence number is printed on address label. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on “SUBMIT” tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant **UJALA COMMERCIALS LIMITED** on which you choose to vote.

(xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

Ujala Commercials Limited

- (xviii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - (xix) Note for Non – Individual Shareholders and Custodians
 - (xx) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - (xxi) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - (xxii) After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - (xxiii) The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 09th August, 2016 may follow the same instructions as mentioned above for e-Voting.
 - In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

Registered Office:
257, Second Floor,
Satyam Tower, Commercial Complex
Paschim Vihar, New Delhi-110063
CIN: L51909DL1985PLC021397

For and On behalf of Board of Directors of
M/s Ujala Commercials Limited

Date: 13th July, 2016

Nirmal Jain
Chairperson

Ujala Commercials Limited

BALLOT PAPER

S. No.	PARTICULARS	DETAILS
1.	Name of First named Shareholder (in BLOCK LETTERS)	
2.	Postal Address	
3.	Registered Folio/*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	No. of Shares held	

I/We hereby exercise my/our vote in respect of ordinary/special resolution to be passed for the business stated in the notice dated 24th July, 2016 convening the 30th Annual General Meeting of the Company to be held on 17th August, 2016 by recording my assent/dissent to the said resolution in the following manner:-

S. No.	Resolution(S)	Vote	
		For	Against
1.	To receive, consider and adopt the Audited Balance Sheet of the Company & Statement of Profit & Loss Account of the Company for the period commencing from 1 st April, 2015 to 31 st March 2016 together with the Directors' Report and Auditors' Report thereon.		
2.	To appoint a Director in place of Ms. Nirmal Jain, who retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment.		
3.	Ratify the appointment of M/S PVR-N & CO. , Chartered Accountants as Statutory Auditors & fixing their remuneration.		
4.	To Consider the re-appointment of Mr. Virender Kumar Jain (DIN: 00036894) , as a Whole Time Director of the Company		
5.	To consider the appointment of Mr. Ganesh Ray (DIN: 00463635) as an Independent & Non-Executive Director of the Company		
6.	To consider the appointment of Ms. Meenu Paliwal (DIN: 07440121) as an Independent & Non-Executive Director of the Company		

Place: New Delhi
Date: 17.08.2016

Signature of Shareholder

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

30th Annual General Meeting of Ujala Commercials Limited

Full name of the members attending _____
(In block capitals)

Ledger Folio No. /Client ID No. _____ No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I, hereby record my presence at the 30th Annual General Meeting of the **M/s Ujala Commercials Limited**, at 257, Second floor, Satyam Tower, Commercial Complex, Paschim Vihar, New Delhi- 110063, on Wednesday, 17st Day of August, 2016.

(Member's /Proxy's Signature)

Ujala Commercials Limited

Proxy form

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

Name of the company	
Registered Office	

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	
Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Ujala Commercials Limited

Resolutions

S. No.	Resolution(S)	Vote	
		For	Against
1.	To receive, consider and adopt the Audited Balance Sheet of the Company & Statement of Profit & Loss Account of the Company for the period commencing from 1 st April, 2015 to 31 st March 2016 together with the Directors' Report and Auditors' Report thereon.		
2.	To appoint a Director in place of Ms. Nirmal Jain, who retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment.		
3.	Ratify the appointment of M/S PVR-N &CO. , Chartered Accountants as Statutory Auditors & fixing their remuneration.		
4.	To Consider the re-appointment of Mr. Virender Kumar Jain (DIN: 00036894) , as a Whole Time Director of the Company		
5.	To consider the appointment of Mr. Ganesh Ray (DIN: 00463635) as an Independent & Non-Executive Director of the Company		
6.	To consider the appointment of Ms. Meenu Paliwal (DIN: 07440121) as an Independent & Non-Executive Director of the Company		

* Applicable for investors holding shares in Electronic form.

Signed this ____ day of ____ 20__

Affix Revenue
Stamps

Signature of Shareholder

Signature of Proxy holder Signature of the shareholder

Across Revenue Stamp

Note:

1) 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.

2) The proxy need not be a member of the company.