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BIRLA CORPORATION LIMITED

Registered Office : 9/1, R.N. Mukherjee Road, Kolkata - 700 001

Phone : 033-6616 6726/6737/6738; Fax : 033-2248 7988/2872

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CIN : L01132WB1919PLC003334

NOTICE OF 97TH ANNUAL GENERAL MEETING, CLOSURE OF REGISTER OF MEMBERS AND REMOTE E-VOTING INFORMATION

Notice is hereby given that the Ninety-seventh Annual General Meeting (Meeting) of the Company will be held on **Monday, the 31st July, 2017** at Kalpataru Uttam Mancha, 10/1/1, Monohar Pukur Road, Kolkata - 700 026 at 10.30 a.m.

Notice is also given under Section 91 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Register of Members and Share Transfer Books of the Company will remain closed from 25th July, 2017 to 31st July, 2017 (both days inclusive) for the purpose of Annual General Meeting and payment of Dividend @ Rs 6.50 per share (65%), if approved at the said meeting.

Further, Notice of the Meeting setting out the businesses to be transacted thereat together with the Annual Report of the Company (including the Directors' Report, Auditors' Report, Balance Sheet, Statement of Profit & Loss) have been sent to the shareholders of the Company individually at their registered addresses. The aforesaid documents have been sent electronically to those shareholders who have registered their e-mail addresses.

Shareholders are hereby informed that the Notice of the Meeting and the aforesaid documents are available on the Company's website (www.birlacorporation.com) and at the NSDL's e-voting website (www.evoting.nsdl.com). The said documents are also available for inspection at the Registered Office of the Company between 10.00 a.m. to 12.00 noon on any working day excluding Saturday and Sunday prior to the date of the meeting and will also be available for inspection during the Meeting.

E-voting:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings, the Company is pleased to provide to its members facility to exercise their right to vote by electronic means. **The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL) in respect of all business to be transacted at the ensuing Annual General Meeting.**

The remote e-voting facility shall commence on 28th July, 2017 (9:00 a.m.) and end on 30th July, 2017 (5:00 p.m.). During this period shareholders' of the Company, may cast their vote electronically on the items mentioned in the Notice of the Meeting. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

A person whose name appears on the Register of Members/Beneficial Owners as on the cut off date i.e. 24th July, 2017 only shall be entitled to avail the facility of remote e-voting as well as voting at the Meeting. Any person who becomes member of the Company after despatch of the Notice and holding shares as on cut off date i.e. 24th July, 2017 may obtain the user ID and Password by sending a request at evoting@nsdl.co.in or mcssta@rediffmail.com. The detailed procedure for obtaining user ID and Password are also provided in the Notice of the Meeting, which is available at Company's website and NSDL's website. If the member is already registered with NSDL for e-voting then he can use the existing user ID and Password for casting the vote through e-voting.

The members who have casted their vote by remote e-voting, may attend the Meeting but shall not be entitled to cast their vote again at the Meeting. The facility for voting through polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through polling paper.

In case of any queries/grievances relating to voting by electronic means, the Members/Beneficial Owners may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members at the Downloads Section of <http://www.evoting.nsdl.com> or call on toll free no.: 1800 22 2990 or contact Mr. Rajiv Ranjan, Assistant Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, Phone: (022) 2499 4738, e-mail: evoting@nsdl.co.in.

BY ORDER OF THE BOARD
Sd/-

(GIRISH SHARMA)

Jt. President (Indirect Taxes)
& Company Secretary

Place : Kolkata

Dated : 8th day of July, 2017