



AIMCO PESTICIDES LIMITED

CIN:L24224MH1960PLC011856

Registered Office: B1/1 MIDC Indl. Area, Lote Parshuram, Village Awashi,
Taluka Khed, Dist. Ratnagiri, Maharashtra – 415 707.

NOTICE is hereby given that the Extra-Ordinary General Meeting of the Members of **AIMCO PESTICIDES LIMITED** will be held at the Registered Office of the Company at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri, Maharashtra- 415 707 on Tuesday, October 31, 2017, at 11:30 a.m. to transact the following business:

SPECIAL BUSINESS

ISSUE OF EQUITY SHARES ON A PREFERENTIAL ALLOTMENT / PRIVATE PLACEMENT BASIS

To consider and, if thought fit, to pass, with or without modification, the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 42,62(1)(c) and Section 179 and other applicable provisions, if any, of the Companies Act, 2013 (“The Act”) read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2009, as amended (“ICDR Regulations”); any other rules / regulations/ guidelines, if any; prescribed by the Securities and Exchange Board of India, stock exchanges and/or any other statutory / regulatory authority, the Listing Agreement entered into by Aimco Pesticides Limited (“the Company”) with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, issue, offer and allot the equity shares to below mentioned proposed allottees (Promoters or Non Promoters) as permitted under applicable laws, regulations, policies, and /or guidelines including the SEBI ICDR Regulations and other applicable laws, upto 4,96,000 Equity Shares of Rs. 10/- each to be issued at Rs. 168/- (including premium of Rs. 158/-) totaling to Rs. 8,33,28,000 (Rupees Eight Crore Thirty Three Lakh Twenty Eight Thousand Only) (“The Issue”).

Sr. No	Name and Address of the Proposed Allottee(s)	Category	No. of Equity Shares proposed to allot (upto)	Consideration (Rs.)
1.	Mr. Ashit P. Dave	Promoter	50,000	84,00,000
2.	Mrs. Meghna S. Dave	Promoter	50,000	84,00,000
3.	Mrs. Tarlika P. Dave	Promoter	50,000	84,00,000
4.	Mrs. Ambika Raika	Non Promoter	1,00,000	1,68,00,000
5.	Mr. Vatsal Rajesh Nagodra	Non Promoter	18,000	30,24,000
6.	Mr. Rajesh A. Nagodra HUF	Non Promoter	18,000	30,24,000
7.	Gream Traders and Exporters Pvt. Ltd.	Non Promoter	2,00,000	3,36,00,000
8.	Mrs. Nandita Jitesh Shah	Non Promoter	10,000	16,80,000
		Total	4,96,000	8,33,28,000

(All the proposed allottees to be collectively referred as “Subscribers”)

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company shall rank pari-passu with the existing Equity Shares of the Company in all respects.

RESOLVED FURTHER THAT the Equity Shares shall be issued and allotted within a period of 15 (fifteen) days from the date of passing of this Special Resolution, provided that where any application for any approval or permission by any statutory or regulatory authority is pending, the period of fifteen days shall be counted from the date of such approval or permission, as the case may be or such other extended period as may be permitted under applicable SEBI ICDR Regulations, as amended from time to time.

RESOLVED FURTHER THAT the said Equity Shares shall be listed on BSE Limited on which the existing Equity Shares of the Company are listed.



RESOLVED FURTHER THAT the Equity Shares to be allotted shall be subject to lock-in requirement as prescribed by the SEBI (ICDR) Regulations, from time to time.

RESOLVED FURTHER THAT the ‘Relevant Date’ in accordance with the SEBI (ICDR) Regulations shall be 29th September, 2017, which is 30 days prior to the date of passing of the Resolution by the Members of the Company for the proposed issue.

RESOLVED FURTHER THAT the Equity Shares be allotted at a price not less than the price to be determined in accordance with the SEBI (ICDR) Regulations.

RESOLVED FURTHER THAT the Board be entitled to vary, modify or alter any of the foregoing terms and conditions to conform to those as may be prescribed by, SEBI, ROC, Stock Exchanges or any other appropriate authority/ies or in such manner or otherwise as the Board may, in its absolute discretion, deem fit.

RESOLVED FURTHER THAT the Board be and is hereby, authorized to finalize the form of application and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable to give effect to this resolution and to settle any matter, question, difficulty or doubt that may arise in regard to the issuance and allotment of Equity Shares of the Company and to negotiate, finalize and execute any other agreement(s) or document(s) and writings relating to the Issue as it may deem necessary, proper, desirable or expedient without requiring any further approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any such document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any committee of directors or any director(s) and/or officer(s) of the Company in such manner as they may deem fit in their absolute discretion with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and settle any questions or difficulties that may arise in this regard to the Issue.”

**By order of the Board
For Aimco Pesticides Limited**

Place: Mumbai

Date: 29th September, 2017

**Ninad Sahasrabudhe
(ACS No. 52226)**

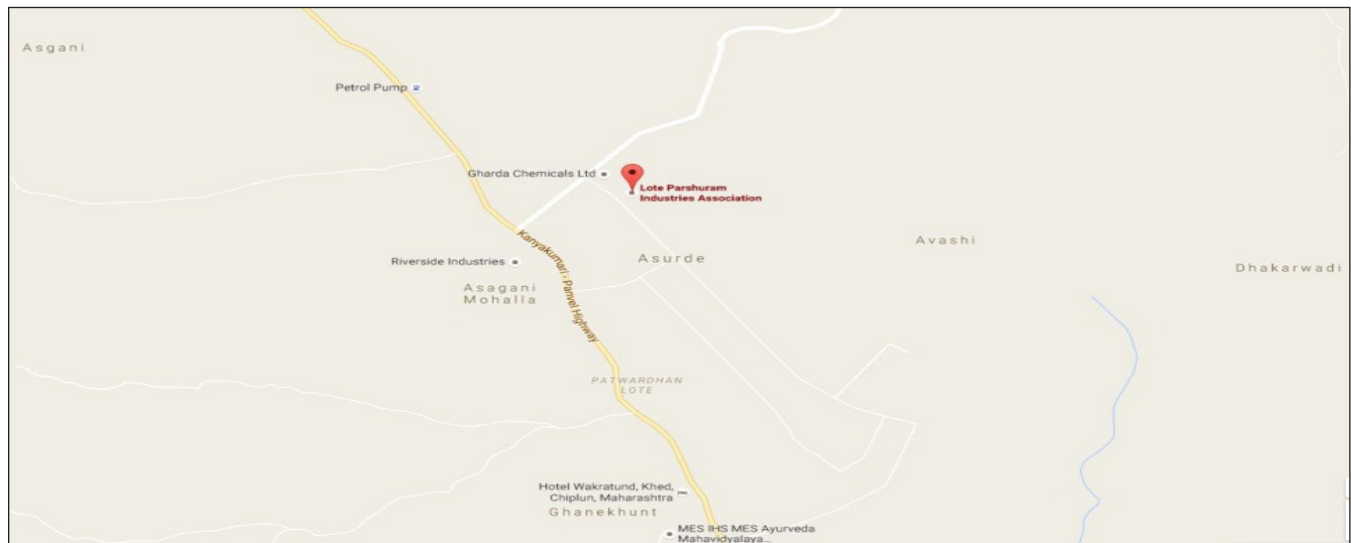
NOTES:

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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DULY COMPLETED, STAMPED AND SIGNED AND SHOULD BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of the Members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. A proxy form is sent herewith. Proxies submitted on behalf of the Companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business as set out above is annexed hereto.

3. Map of venue of the EGM is given hereunder.



4. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is **Link Intime India Private Limited** having their Registered Office at C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai - 400083.
5. Members are requested to:
- send all share transfer lodgements (Physical mode) / correspondence to the Registrar and Share Transfer Agent upto the cut off date.
 - Quote Registered Folio Number or DP ID/ Client ID in all the correspondence.
6. For the convenience of the Members, attendance slip and proxy form is enclosed herewith at the end of the notice. Members/ Proxy Holders/Authorized Representatives are requested to fill in and sign at the space provided therein and submit the same at the venue of the Meeting. Proxy/Authorized Representatives of Members should state on the attendance slip as 'Proxy' or 'Authorized Representative', as the case may be. Further, those who hold shares in demat form are requested to write their Client Id and DP Id and those who hold shares in physical forms are requested to write their folio number on the attendance slip for easy identification at the meeting.
7. Corporate Members intending to send their representatives to attend the Meeting are requested to send to the Company a certified true copy of the board resolution authorizing their representatives to attend and vote at the Meeting on their behalf.
8. As per the provisions of Section 72 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 facility for making nominations is available for shareholders in respect of the physical shares held by them. Form SH-13 for making nomination can be obtained from R&TA. The duly filled in nomination form shall be sent to Link Intime India Private Limited at their address. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
9. Members, who are holding Shares in identical order of names in more than one Folio, are requested to apply to the Company/ R&TA along with the relevant Share Certificates for consolidation of such Foliros in one Folio.
10. Members are informed that in case joint holders attend the Meeting, only such joint holder who is higher in the order of names in the Register of Members/Beneficial Holders will be entitled to vote.
11. The Company has designated an exclusive Email Id viz. investors@aimcopesticides.com to enable investors to register the complaints, if any.
12. This notice is made available on the website of the Company.
13. Voting through electronic means:
- In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide Members the facility to exercise their

right to vote at said Extra-Ordinary General Meeting (EGM) by electronic means. The Company has appointed Central Depository Services Limited (CDSL) for facilitating e-voting.

- B. Members are requested to note that the Company is providing facility for remote e-voting and the business as given in the notice of the said EGM may be transacted through electronic voting system. It is hereby clarified that it is not mandatory for a Member to vote using the remote e-voting facility. The members shall note that the facility for voting shall also be provided at the meeting through poll paper and the members (as on cut-off date) attending the meeting who has not casted their vote by remote e-voting shall be able to exercise their voting rights at the meeting. If the members have already cast their vote by remote e-voting prior to the meeting they may attend the meeting but shall not be entitled to cast their vote again and Vote cast by them at the meeting, if any, shall be treated as invalid.
- C. A Member may avail the facility at his/her/its discretion, as per the instructions provided herein:
- (i) The voting period begins on Saturday, October 28, 2017 at (9:00a.m. IST) and ends on Monday, October 30, 2017 (05:00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, October 24, 2017 may cast their vote electronically. Thee-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders Tab.
 - (iv) 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.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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. • In case the sequence number is less than 8 digits enter the applicable number of O'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.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If 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 (iv)

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

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- (xi) Click on the EVSN of **Aimco Pesticides Limited** to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting.
- (xiii) 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.
- (xviii) If Demat account holder has forgotten the same 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:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. evoting@cdslindia.com.
 - 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.
 - 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.
 - 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- D. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Tuesday, October 24, 2017.
- E. E-voting period will commence from Saturday, October 28, 2017 at (9:00a.m. IST) and ends on Monday, October 30, 2017 (05:00 p.m. IST).
- F. Mr. Rahul Sahasrabudhe (FCS: 6254 and CP: 13578), - Partner SPRS and Co., Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner, whose email address is compliance@sprscs.com
- G. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least Two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- H. The Chairman or the authorised person shall declare the results of the voting forthwith and the results declared along with the report of the scrutinizer shall be placed on the website of the Company i.e. and on the website of CDSL i.e. The Company shall also simultaneously forward the results to BSE where its shares are listed.

EXPLANATORY STATEMENT

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

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”), given hereunder, sets out all material facts relating to the special business mentioned at Item No.1 of the accompanying Notice:

ISSUE OF EQUITY SHARES ON A PREFERENTIAL ALLOTMENT / PRIVATE PLACEMENT BASIS

Aimco Pesticides Limited (“the Company”) is proposing to expand its business operations by offering range of innovative products/solutions. The progression of an expansion needs additional resources like setting up of manufacturing facilities, funds towards working capital, which would eventually assist your company to strengthen its presence in competitive market. Accordingly, the board proposes to raise funds by further issue of capital by allotment of equity shares on a preferential allotment / private placement basis.

In accordance with Section 62 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, when it is proposed to increase the issued capital of a Company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in the manner laid down in Section 62 unless the shareholders of the Company in general meeting decide otherwise.

Pursuant to provisions of the Companies Act, the consent of the members is sought for further issue of Equity Shares to the promoters and non-promoters as stated in the annexed resolution. The proposed resolution once approved by the members shall enable the board to issue and allot upto 4,96,000 Equity Shares of Rs. 10/- each to be issued at Rs. 168/- (including premium of Rs. 158/-) amounting to Rs. 8,33,28,000 (Rupees Eight Crore Thirty Three Lakh Twenty Eight Thousand Only).

Since the proposed Special Resolution would result in issue of Equity Shares of the Company to the members of the Company and other than members of the company in the manner laid down under Section 62 of the Companies Act, 2013, consent of the shareholders is being sought pursuant to the provisions of Section 42, 62 and all other applicable provisions of the Companies Act, 2013 and Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Statutory Auditor’s certificate, as required under Regulation 73(2) of the Regulations will be placed before the general meeting.

In terms of Regulation 73 of SEBI (ICDR) Regulations, 2009 (“Regulations”), the following disclosures are needed to be made in the Explanatory Statement of the Notice:

1. Objects of the Issue

To raise funds in the form of equity capital to facilitate expansion of business operations, meet the working capital and other general purposes of the Company.

2. The proposal of the promoters, directors or KMP of the issuer to subscribe to the offer

The following members of the promoter and promoter group are interested to subscribe equity shares as mentioned below:

Sr. No	Name and Address of the Proposed Allottee(s)	Category	No. of Equity Shares proposed to allot upto
1.	Mr. Ashit P. Dave	Promoter	50,000
2.	Mrs. Meghna S. Dave	Promoter	50,000
3.	Mrs. Tarlika P. Dave	Promoter	50,000
		Total	1,50,000

None of the other Directors of the Company nor the Key Managerial Personnel of the Company are in anyway concerned or interested except to the extent of their shareholdings.

3. The shareholding pattern of the issuer before and after the preferential issue

The Pre-issue (as on 29.09.2017) and Post- issue shareholding pattern of Equity Shares is as under:

Category	Pre Issue		Post Issue	
	No of Shares held	% of Share holding	No of Shares held	% of Share holding
A. Promoters				
(1) Indian				
a) Individual/HUF	19,87,515	21.52	21,37,515	21.96
b) Central Govt.or State Govt.	-	-	-	-
c) Bodies Corporates	28,87,925	31.27	28,87,925	29.67
d) Bank/FI	-	-	-	-
e) Any other	-	-	-	-
SUB TOTAL:(A) (1)	48,75,440	52.78	50,25,440	51.63

Category	Pre Issue		Post Issue	
	No of Shares held	% of Share holding	No of Shares held	% of Share holding
(2) Foreign				
a) NRI- Individuals	-	-	-	-
b) Other Individuals	-	-	-	-
c) Bodies Corp.	-	-	-	-
d) Banks/FI	-	-	-	-
e) Any other...	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	48,75,440	52.78	50,25,440	51.63
B. PUBLIC SHAREHOLDING				
(1) Institutions				
a) Mutual Funds	3,000	0.03	3,000	0.03
b) Banks/FI	100	0.00	100	0.00
c) Central govt.	-	-	-	-
d) State Govt.	-	-	-	-
e) Venture Capital Fund	-	-	-	-
f) Insurance Companies	-	-	-	-
g) FIIS	-	-	-	-
h) Foreign VentureCapital Funds	-	-	-	-
i) Others (specify) – Foreign Financial Institution	3,600	0.04	3,600	0.04
SUB TOTAL (B)(1):	6,700	0.073	6,700	0.069
(2) Non Institutions				
a) Bodies corporate				
i) Indian	2,11,073	2.29	4,11,073	4.22
ii) Overseas	-	-	-	-
b) Individuals				
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	30,99,338	33.56	31,09,338	31.95
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	6,92,160	7.49	8,10,160	8.32
c) Others (specify)	-	-	-	-
d) Clearing Member	52,348	0.57	52,348	0.54
e) NON RESIDENT INDIANS (REPAT)	1,08,350	1.17	1,08,350	1.11
f) NON RESIDENT INDIANS (NON REPAT)	25,916	0.28	25,916	0.27
g) Directors/ Relatives	3,235	0.04	3,235	0.03
h) Trusts	175	0.00	175	0.00
j) Hindu Undivided Family	1,61,778	1.75	1,79,778	1.85
SUB TOTAL (B)(2)	43,54,373	47.14	47,00,373	48.30
Total Public Shareholding (B)= (B)(1)+(B)(2)	43,61,073	47.22	47,07,073	48.37
C. Shares held by Custodian for GDRs & ADRs	--	-	-	-
Grand Total (A+B+C)	92,36,513	100.00	97,32,513	100.00



4. Proposed time within which the allotment shall be completed:

Allotment pursuant to this Special Resolution shall be completed within a period of fifteen days from the date of passing the Resolution, provided that where any application for any approval or permission by any statutory or regulatory authority is pending, the period of fifteen days shall be counted from the date of such approval or permission, as the case may be.

5. The identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue.

Name of the proposed allottee	Individual/ Non Individual	Category (Promoter/ Non Promoter)	Pre - Issue		Post – Issue	
			No of Equity Shares	% of Holding	No of Equity Shares	% of Holding
Gream Traders and Exporters Private Limited	Mr. Gopal Banka Mr. Naresh Kumar Choudhary	Non Promoter	NA	NA	2,00,000	2.05
		Total	-	-	2,00,000	2.05

6. Re- computation of Issue price:

The Company hereby undertakes that the price of the Equity Shares shall be re-computed in terms of provision of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, where it is required to do so.

7. Lock-in Period

The Company also undertakes that if the amount payable on account of re-computation of price is not paid within the time stipulated in SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, the Equity Shares shall continue to be locked-in till the time such amount is paid by the allottee(s).

The Equity Shares allotted on preferential basis to promoter or promoter group shall be locked-in for a period of three years from the date of allotment of the specified.

Provided that not more than twenty per cent of the total capital of the issuer shall be locked-in for three years from the date of allotment.

Provided further that equity shares allotted in excess of the twenty per cent shall be locked-in for one year from the date of their allotment pursuant to exercise of options or otherwise, as the case may be.

The Equity Shares allotted on preferential basis to persons other than promoter and promoter group shall be locked in for a period of one year from the date of their allotment.

The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date upto a period of six months from the date of preferential allotment.

8. Confirmations from Company

The issuer Company and the directors/promoters of the company are not willful defaulters.

9. Consequential changes in the Voting Rights and Change in Management:

As a result of the proposed preferential issue of Equity Shares there will be no change in the control or management of the Company. However, voting rights will change as per the shareholding pattern.

The Directors recommend the special resolution set out at in the notice for the approval of the Members in terms of relevant provisions of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel or their relatives are in anyway concerned or interested in this resolution except to the extent of their shareholdings.

**By order of the Board
For Aimco Pesticides Limited**

**Place: Mumbai
Date: 29th September, 2017**

**Ninad Sahasrabudhe
(ACS No. 52226)**



**Form No. MGT-11
PROXY FORM**

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

AIMCO PESTICIDES LIMITED

CIN: L24210MH1987PLC044362

Registered Office: B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed,

District: Ratnagiri, Maharashtra 415 707

Tel No: 91-22-67604000 **Fax No:** 91-22 67604060/4070

E-mail: aimco@aimcopesticides.com **Website:** www.aimcopesticides.com

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

I/We, being the member (s) holding shares of the above named company, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the company, to be held on **Tuesday, October 31, 2017 at 11.30 a.m.** at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri, Maharashtra- 415 707 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	For	Against
Special Business:			
1	Issue of Equity Shares on a Preferential Allotment / Private Placement basis		

Signed this _____ day of _____ 2017

Signature of shareholder(s) _____

Affix Rs. 1
Revenue
Stamp

Signature of Proxy holder(s)

Signature of Proxy holder(s)

Signature of Proxy holder(s)

Note: 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.

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AIMCO PESTICIDES LIMITED

CIN: L24210MH1987PLC044362

Registered Office: B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed,**District:** Ratnagiri, Maharashtra 415 707**Tel No:** 91-22-67604000 **Fax No:** 91-22 67604060/4070**E-mail:** aimco@aimcopesticides.com **Website:** www.aimcopesticides.com**Attendance Slip**

Extra Ordinary General Meeting – October 31, 2017

(To be handed over at the entrance of the Meeting Hall)

DP ID-Client ID/ Folio No.	
Name of the Member (s) / Proxy (In Block Letters):	
Name of Joint Holder(s)	
No. of Shares held	

I certified that I am a member/proxy of the member of the Company.

I hereby record my presence at the Extra Ordinary General Meeting of the Company on Tuesday, October 31, 2017 at 11.30 a.m. at B-1/1, MIDC Industrial Area, Lote Parshuram, Village: Awashi, Taluka: Khed, District: Ratnagiri, Maharashtra- 415 707.

Signature of Shareholder(s)/Proxy#

Notes:

1. Shareholders are requested to bring their copy of notice at the EGM.
2. * Applicable for investors holding shares in electronic form.
3. # Please strike off whichever is not applicable.

If undelivered, please return to :

AIMCO PESTICIDES LIMITED

B1/1 MIDC Indl. Area, Lote
Parshuram, Village Awashi,
Taluka Khed, Dist. Ratnagiri,
Maharashtra – 415 707.