

NOTICE is hereby given that the Twenty Second Annual General Meeting ('AGM') of Repro India Limited ('the Company') will be held at "The Club", Colonial Hall, 197, D. N. Nagar Road, Near D. N. Nagar Police Station, Andheri (W), Mumbai 400 053 on **Wednesday , August 12, 2015 at 11.30 a.m.** to transact the businesses as set out in the Notice along with Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') dated May 27, 2015.

The said Notice of AGM along with the Annual Report, Proxy Form, Ballot Form and Attendance Slip for the financial year 2014-15 have been sent to the Members whose names appeared in the Register of Members / Register of beneficial owners as on July 10, 2015, by permitted mode individually at their postal address and sent electronically at their e-mail address available with the Company/Depository Participants. These documents are also available on the Company's website www.reproindia ltd.com

The relevant documents referred to in the AGM Notice are open for inspection by Members at the Registered Office of the Company on all working days except Saturdays, Sundays and Public Holidays during business hours up to the date of the Meeting.

Pursuant to Section 91 of the Act and rule 10 of the Companies (Management and Administration) Rules, 2014 and in accordance with Clause 16 of the Listing Agreement entered into with the Stock Exchanges, it is hereby informed that the Register of Members and Share Transfer Books of the Company will remain closed from **August 6, 2015 to August 12, 2015** (both days inclusive) for the purpose of determining the eligibility of members entitled to receive dividend on equity shares of the Company for the financial year 2014-15. Once the dividend is declared at the aforesaid Meeting, the same will be paid within 30 days from the date of declaration.

Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement entered into with the Stock Exchanges, the Company is pleased to provide the remote e-voting facility to its members holding shares in physical or dematerialized form, as on the **cut-off date, i.e. Wednesday , August 5, 2015**. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for providing remote e-voting facilities in a secure manner and has appointed Mr. Dinesh Kumar Deora, (Membership No. FCS: 5683) Practising Company Secretary, as the Scrutinizer for conducting the voting process in a fair and transparent manner.

The details pursuant to the provisions of the Act and the said Rules are provided herein below:

1. Date and time of commencement of remote e-voting: Sunday, August 9, 2015 at 10:00 a.m.
2. Date and time of end of remote e-voting: Tuesday, August 11, 2015 at 5:00 p.m.
3. The e-voting facility will not be provided beyond August 11, 2015 after 5:00 p.m.
4. Cut-off date as on which the right of voting of the Members shall be reckoned : Wednesday, August 5, 2015.
5. In case a person has become the Member of the Company after the dispatch of the Notice but on or before the cut-off date i.e. Wednesday, August 5, 2015, may write to Central Depository Services (India) Limited (CDSL) at the contact details mentioned below.
6. A Member as on the said cut-off date shall only be entitled for availing the remote e-voting facility or vote through physical ballot at the AGM. The Members who have cast their vote electronically cannot vote at the AGM. If a Member casts votes by both modes then voting done through e-voting shall prevail and ballot shall be treated as invalid.
7. A Member may participate in the AGM even after exercising the right to vote through remote e-voting but shall not be entitled to vote at the AGM.
8. In case of any queries or issues regarding e-voting, please 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.

By order of the Board of Directors,
For Repro India Limited

Sd/-

Place : Mumbai
Date : July 21, 2015

Madhavi Kulkarni
Company Secretary