

MINT INVESTMENTS LTD.
Regd. Office: Dhunseri House,
4A, Woodburn Park, Kolkata – 700020
Phone : (033) 2280 1950 (5 Lines)
E.mail : hpbhuwania@dhunseritea.com
Fax- (033) 2287 8995
Website : www.mintinvestments.in

NOTICE

Notice is hereby given that 1st (1/2016-2017) **Extra Ordinary General Meeting** of the Shareholders of MINT INVESTMENTS LIMITED will be held on Thursday, the 7th April, 2016 at 2.00 P.M. at the Registered Office of the Company at Dhunseri House, 4A, Woodburn Park, Kolkata – 700020 to transact the following business:-

SPECIAL BUSINESS:

To consider, and if thought fit, to pass the following resolution as a **Special Resolution:**

“Resolved that pursuant to the relevant provisions of the Companies Act, 2013 and the Rules framed thereunder and pursuant to all other relevant Acts and Rules the existing Articles of Association of the Company be replaced by a new set of Articles of Association drawn up in accordance with the provisions of the Companies Act, 2013 and Rules framed thereunder.

Resolved further that the Board of Directors of the Company be and is hereby authorized to take all necessary steps for adoption of the new set of Articles of Association of the Company in lieu of the existing one.”

By Order of the Board

Sravani Dutta
Company Secretary
ACS-14368

Regd. Office:
Dhunseri House
4A, Woodburn Park
Kolkata – 700020
Dated : The 29th February, 2016.
CIN : L15142WB1974PLC029184
Phone : (033) 2280 1950 (5 Lines)
E.mail : hpbhuwania@dhunseritea.com
Website : www.mintinvestments.in

NOTES:

1. A member entitled to attend and vote at the Extra Ordinary General Meeting may appoint a proxy to attend and vote thereat instead of himself. A proxy need not be a member of the Company. Proxies, in order to be effective, must be received at the Company's Registered Office situated at Dhunseri House, 4A, Woodburn Park, Kolkata – 700020 not less than 48 hours before the meeting.

In terms of Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a Proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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. The prescribed proxy form is annexed.

2. Nomination facility is available to shareholders on application to the Company.
3. Members holding shares in physical forms are requested to notify any change in their addresses to the Company's Registrars and Share Transfer Agent (RTA), M/s. MaheshwariDatamaticsPvt.Ltd., 6, Mangoe Lane, Kolkata – 700001 (Phone: (033) 2243 5029, (033) 2243 5809).
4. Members/Proxies are requested to reach the venue well in advance and to complete registration formalities before the time fixed for commencement of the meeting.
5. The shares of the Company are listed on the Calcutta Stock Exchange. Listing Fees have been paid to the Exchange upto 31st March, 2016.
6. The notice of this Extra Ordinary General Meeting will also be displayed on the Company's Website :www.mintinvestments.in and the other requirements of the aforesaid MCA Circulars will be duly complied with.
7. In case of joint holders, attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the meeting.
8. Pursuant to Section 108 of the Companies Act, 2013 Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Clause 35B of the Listing Agreement, the Company is pleased to provide the facility to members and exercise their right to vote on the resolutions proposed to be passed at the Extra Ordinary General Meeting by electronic means. The members, whose names appear in the Register of Members/list of Beneficial Owners as on 31.03.2016, that is the cut-off date, are entitled to vote on the resolutions set-forth in this notice.

The members may cast their votes on electronic voting system from a place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 10.00 A.M. on 04.04.2016 and will end at 5.00 P.M. on 06.04.2016. In addition, the facility for physical voting shall also be made available at the Extra Ordinary General Meeting and the members attending the Extra Ordinary General Meeting who have not cast their votes by remote e-voting, shall be eligible to vote at the Extra Ordinary General Meeting.

However, in case members cast their vote exercising both the options, i.e. physical and e-voting, then votes cast through e-voting shall only be taken into consideration and treated valid whereas votes cast physically at the meeting shall be treated as invalid.

The Company has appointed Mr. A.K. Labh, Practising Company Secretary (CP – 3238), to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

PROCEDURE FOR REMOTE E-VOTING

1. The Company has entered into an agreement with National Securities Depository Ltd. (NSDL) for facilitating remote e-voting for the Extra Ordinary General Meeting. The instructions for remote e-voting are as under:-
 - (a) In case of members receiving an e-mail from NSDL
 - (i) Open the PDF File NDGL e-voting. pdf, using your Client ID/Folio No. as password. PDF file contains your User ID and Password for e-voting. Please note that the password provided in PDF is an “Initial Password”.
 - (ii) Launch an internet browser and open <https://www.evoting.nsdl.com>
 - (iii) Click on Shareholder – Login
 - (iv) Insert “User ID” and “Initial Password”Login”. as noted in Step 1 above and click on “Login”.
 - (v) Password change menu will appear. Change the Password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please keep a note of the new password. It is strongly recommended not to share your password with any person and take utmost care to keep it confidential.
 - (vi) **Home page of e-voting will open. Click on e-voting – Active Voting Cycles.**
 - (vii) Select ‘EVEN’ of Mint Investments Limited.
 - (viii) Now you are ready for e-voting as ‘Cast Vote’ page opens.
 - (ix) Cast your vote by selecting appropriate option and click on “Submit”. Click on ‘Confirm’ when prompted.
 - (x) Upon confirmation, the message ‘Vote Cast Successfully’ will be displayed.
 - (x) Once you have confirmed your vote on the resolution you can not modify your vote.
 - (xi) Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scan copy (PDF/JPD Format) of the relevant vote resolution/authority letter, along with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the scrutinizer by an e-mail at aklabhcs@gmail.com with a copy marked to e-voting @nsdl.co.in.
 - (b) In case of shareholders receiving physical copy of the notice of Extra Ordinary General Meeting an attendance slip.
 - (i) Initial “User ID” and “Password” are provided in the admission slip for the Extra Ordinary General Meeting.
 - (ii) Please follow all steps from Sr.No.(ii) to Sr.No. (xii) mentioned above, to cast vote.

2. In case of any queries, you may refer to the frequently asked questions (FAQ) and 'e-voting user manual' available in the downloads section of NSDL's e-voting website <http://e-voting.nsdl.com> or call on Toll Free No. 1800-222-990.
3. The voting rights shall be as per the number of equity shares held by the member(s) as on 31.03.2016 being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date. The facility of e-voting would be provided once for every Folio/Client ID, irrespective of the number of joint holders.
4. The scrutinizer shall after the conclusion of voting at the general meeting will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of atleast 2 witnesses not in the employment of the Company and shall make not later than 3 days of the conclusion of the Extra Ordinary General Meeting a consolidate scrutinizer's report of the total votes cast in favour of or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of the voting forthwith. Results along with the scrutinizers report, shall be placed in the Company's website: www.mintinvestments.in and on the website of NSDL www.evoting.nsdl.com immediately after the results are declared. The Company shall simultaneously forward the results to CSE also where the shares of the Company are listed.

Statement Pursuant to Section 102 of the Companies Act, 2013 the material facts concerning the Special Business to be transacted at the Extra Ordinary General Meeting are set out below:-

The material facts concerning the special business to be transacted at the Extra-Ordinary General Meeting are set out below:-

The existing Articles of Association of the Company needs to be changed to comply with the requirements of the various provisions of the Companies Act, 2013 and Rules framed thereunder. Accordingly a new Articles of Association has been prepared which will replace the existing Articles of Association of the Company and the shareholders' consent is hereby sought for adoption of the new Articles of Association in lieu of the existing Articles of Association of the Company.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives financially or otherwise, are in any way concerned or interested in the resolution.

The Board recommends the resolution as set out in the Company's Notice for your approval in the interest of the Company.

By Order of the Board
For Mint Investments Limited

Sravani Dutta
Company Secretary
ACS - 14368

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