

Indokem Limited

CIN: L31300MH1964PLC013088

Regd. Office: "KHATAU HOUSE," Ground Floor, Mogul Lane,
Mahim (West), Mumbai - 400 016.

Tel: 91-22-61236767, Fax: 91-22-61236718,
website: www.indokem.co.in

Notice of Postal Ballot/E-Voting to Equity Shareholders for

1. Scheme of Amalgamation and Arrangement
2. Disposal of one of the Undertakings of the Company

Members of the Company are hereby informed that the Company has on Wednesday, 1st April, 2015 completed dispatch of Notice of Postal Ballot/ E-voting along with the Postal Ballot Form and other documents accompanying the same for seeking approval of Shareholders by postal ballot (which includes voting by electronic means) to

(i) The Scheme of Amalgamation and Arrangement between Khatau Capacitors Private Limited and Indokem Exports Limited and Indokem Limited and their respective shareholders and reduction of equity share capital as provided in the Scheme.

(ii) For sale/ assignment/ transfer/ disposal of land situated at Plot No. 2900, GIDC, Ankleshwar, Dist. Bharuch, Gujarat State.

Notice has been dispatched to every Equity Shareholder, whose name appeared on the Register of Members / list of Beneficial Owners provided by Depositories as at the close of Friday, 27th March, 2015 and the voting rights of Members are reckoned as on that date. The notice shall also be displayed on Company's website www.indokem.co.in and website of Central Depository Services (India) Limited i.e. www.cdslindia.com. In case of non-receipt of postal ballot forms, any Member as on the aforesaid date can seek duplicate Postal Ballot Form from M/s. Sharex Dynamic (India) Private Limited, Registrar & Transfer Agents, Unit-1, Luthra Ind. Premises, 1st Floor, 44-E, M Vasanti Marg, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai-400072.

The Board of Directors of the Company has appointed Mrs. Samita Tanksale, Practising Company Secretary as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner. Members are requested to note that the Postal Ballot Form, duly completed and signed should reach Mrs. Samita Tanksale, Practising Company Secretary not later than the close of working hours i.e. 5.30 p.m. on Thursday, the 30th day of April 2015.

As required under Clause 35B of the Listing Agreement the Company has engaged the services of Central Depository Services (India) Limited to provide E-voting facility as an option, for the Members to enable them to cast their vote electronically. A Member exercising vote by using e-voting facility is requested to carefully follow the instructions given in the Postal Ballot Notice.

The voting, by way of physical mode, will commence on and from Thursday, the 2nd day of April, 2015 and shall end on Thursday, the 30th day of April, 2015. Voting by physical mode will not be allowed after the said date. All Postal Ballot Forms received after the said date will not be valid and will be treated as if reply from such members has not been received. The results of the Postal Ballot will be declared on Saturday, 2nd day of May, 2015 at the Registered Office of the Company. The results will also be intimated to the BSE Limited where the Equity Shares of the Company are listed and shall also be displayed on Company's website www.indokem.co.in.

The voting, by way of E-voting, will commence on and from Monday, the 27th day of April, 2015 (9.00 a.m.) and shall end on Wednesday, the 29th day of April, 2015 (5.00 p.m.). The e-voting facility would not be available nor allowed after 29th day of April, 2015 (5.00 p.m.) onwards. The results of e-voting will be displayed on Company's website www.indokem.co.in and website of Central Depository Services (India) Limited i.e. www.cdslindia.com.

Any grievances connected with e-voting may be addressed to helpdesk.evoting@cdslindia.com or to the Compliance Officer Ms. Sugandha Vaidya, Company Secretary, Indokem Limited, 410/411, Khatau House, Mogul Lane, Mahim, Mumbai - 400 016, Phone- 022-61236767 E-Mail: iksecretarial@gmail.com.

For Indokem Limited

Sd/-

Mr. Mahendra K. Khatau
Chairman

Place : Mumbai
Date : 2nd April, 2015