

**RELAXO FOOTWEARS LIMITED**

CIN No:- L74899DL1984PLC019097

Registered Office: Aggarwal City Square, Plot No. 10, Manglam Place, District Centre, Sector -3, Rohini, Delhi - 110085

Phones: 91-11-46800500, 46800600. Fax No:91-11-46800692

E-mail: rfl@relaxofootwear.com, Website: www.relaxofootwear.com

NOTICE OF THE 33RD ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE

- a) Notice is hereby given that 33rd Annual General Meeting (AGM) of the Company is scheduled to be held on Thursday, 21st day of September, 2017 at 10.30 a.m. at Sri Sathya Sai International Centre, Lodhi Road Institutional Area, Pragati Vihar, New Delhi - 110 003 to transact business as set out in the Notice of AGM.
- b) The electronic transmission / physical dispatch of the Notice of AGM, Attendance Slip & Proxy Form and Annual Report for the Financial Year ended 31st March, 2017 was completed on 26th August, 2017. The same are also available on the Company's Website www.relaxofootwear.com.
- c) Pursuant to the provisions of Section 108 of the Companies Act, 2013 (The Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is providing facility to its members to exercise their right to vote by electronic means and the business can be transacted through remote e-voting platform provided by Karvy. The Cut-off-date for date for determining the eligibility of Members for remote e-voting and polls is September 14, 2017. A User ID and password for casting the electronic vote has been sent to all the Members.
- d) The remote e-voting facility shall commence on September 18, 2017 at 9 a.m. (IST) and end on September 20, 2017 at 5 p.m. (IST). The remote e-voting shall be disabled by Karvy thereafter. Once the vote is cast by a member, he/she shall not be allowed to change it subsequently or cast the vote again. The detailed procedure /instructions for e-voting are contained in the Notice of AGM.
- e) Any person who becomes member of the Company after dispatch of the Notice of the meeting and holding shares as of the cut-off date i.e., September 14, 2017, may obtain the user ID and password by sending a request at evoting@karvy.com. The detailed procedure for obtaining user ID and password is also provided in the Notice of the meeting which is available on Company's website and Karvy's website. If the member is already registered with Karvy for e-voting then he can use his existing user ID and password for casting the vote through e-voting. Members may call on Karvy's toll free number 18003454001. Members can also send an email request to evoting@karvy.com
- f) The facility for voting through polling paper shall also be made available at the AGM.
- g) The members who have cast their vote by remote e-voting may attend the meeting but shall not be entitled to cast their vote again at AGM.
- h) A person whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- i) The Company has appointed Mr. Baldev Singh Kashtwal Company Secretary in whole-time practice as Scrutinizer to scrutinize the e-voting process in fair and transparent manner. He has given his consent for such appointment.
- j) In case of any queries, Members may refer the Frequently Asked Questions (FAQ) for shareholders and e-voting user manual for shareholders available at the download section of <https://evoting.karvy.com> or call Karvy at 18003454001 (toll free) or contact Mr. Ravi Shankar Shukla, Deputy Manager at Karvy Computershare Private Limited, Unit. Relaxo Footwears Limited Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Hyderabad – 500032, Tel 040-67162222, email : einward.ris@karvy.com.
- k) Notice is also hereby given that pursuant to Section - 91 of the Act and Regulation 42 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Register of Members and Share Transfer Books of the Company shall remain closed from 15th September, 2017 to 20th September, 2017 (both days inclusive) for the purpose of taking on record eligible equity shareholders for payment of dividend for the year ended 31st March, 2017, if declared at the AGM.

By order of the Board of Directors
For Relaxo Footwears Limited

Place: New Delhi

Date: 31.08.2017

Sd/-
Vikas Kumar Tak
Company Secretary