



Regd. Office:

B-8, M.I.D.C., Industrial Estate, Waluj Dist., Aurangabad - 431 136

R&D, Training Centre and Corp. Office:

142-48, Swami Vivekananda Road, Jogeshwari (West), Mumbai - 400 102

NOTICE

NOTICE is hereby given that the Seventieth annual general meeting of the shareholders of the Company will be held on Saturday, August 21, 2010 at 10.00 a.m. at WelcomHotel Rama International, R-3, Chikalthana, Aurangabad - 431 210, Maharashtra, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited balance sheet as at March 31, 2010 and the profit and loss account for the year ended on that date and the reports of the directors and auditors thereon.
2. To declare dividend, if any, for the year 2009-2010.
3. To appoint a director in place of Dr. R.H. Muljiani, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a director in place of Dr. S.S. Ugrankar, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint the statutory auditors of the Company to hold office from the conclusion of this annual general meeting till the conclusion of the next annual general meeting and to fix their remuneration.

By order of the board

Place : Mumbai
Date : May 29, 2010

SHALINI KAMATH
Company Secretary

NOTES :

1. All the documents referred to in the notice are open for inspection at the registered office of the Company at B-8, M.I.D.C., Industrial Estate, Waluj Dist., Aurangabad - 431 136 between 10.00 a.m. to 12.00 noon on all days except Fridays and holidays, prior to the date of the meeting and at the venue of the annual general meeting during the meeting hours.

2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON HIS BEHALF ON A POLL ONLY. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A Proxy form, in order to be effective, must be deposited at the registered office of the Company not less than 48 hours before the commencement of the aforesaid meeting.

3. The register of members and share transfer books of the Company will remain closed from August 12, 2010 to August 21, 2010 (both days inclusive) for the purpose of annual general meeting and dividend if any, declared by the shareholders at the ensuing meeting.

4. Members are requested to:

a. notify any change in their address to the Registrar and Share Transfer Agents, Sharex Dynamic (India) Pvt.Ltd., Unit-1, Luthra Industrial Premises, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai - 400 072. Tel.: (022) 2851 5606, 2851 5644, Fax.: (022) 2851 2885, E-mail ID.: sharexindia@vsnl.com

b. bring the attendance slips along with the copies of the annual report to the meeting.

5. In compliance with Sections 205A & 205C of the Companies Act, 1956 dividends upto unclaimed interim dividend for the year 2002-2003 has been transferred to the "Investor Education and Protection Fund" established by the Central Government. Members shall not be able to register their claim in respect of their unencashed dividend upto the said dividends. Unclaimed dividend for all the subsequent years will be transferred to the "Investor Education and Protection Fund" according to the statutory stipulations. Members are requested to contact the Company, in respect of their outstanding dividends for the succeeding years.

6. After the sub division of the Company's shares of Rs. 10/- each into shares of Re. 1/- each in the year 2002, the Company sent circulars to all shareholders holding Rs. 10/- shares in physical form to exchange these for Re. 1/- share certificates. Shareholders who have not exchanged their old share certificates of Rs. 10/- (which is no longer tradable) are requested to forward the same at the Company's Registrar and Share Transfer Agents address given under 4(a) of this notice alongwith a request signed by all holders.

7. A brief profile of the directors seeking re-appointment, since the last annual general meeting, as required by clause 49 IV (G) of the listing agreement is given in the Corporate Governance Report to the notice.

By order of the board

Place : Mumbai
Date : May 29, 2010

SHALINI KAMATH
Company Secretary