

NOTICE OF ANNUAL GENERAL MEETING

The NINTH ANNUAL GENERAL MEETING of Vaswani Industries Limited will be held at 03:00 P. M. on Wednesday, the 28th November, 2012 at Registered Office of the Company situated at MIG-4, Indrawatl Colony, Raipur, Chhattisgarh to transact the following business:

ORDINARY BUSINESS:

- 1: To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2012 and Profit & Loss Accounts of the Company for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
- 2: To appoint a director in place of Shri Ashok Suri, Director of the Company, who retires by rotation and is eligible for re-appointment.
- 3: To appoint a director in place of Shri Lekhu T Mulchandani, Director of the Company, who retires by rotation and is eligible for re-appointment.
- 4: To appoint Statutory Auditors for holding the office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration and to consider and if thought fit to pass with or without modification the following resolution as an "Ordinary Resolution."

"RESOLVED THAT M/s Sunil Johri & Associates, Chartered Accountants, Nathani Building, Shastri Chowk, Raipur be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Board plus reimbursement of actual travelling and other incidental expenses incurred in connection with the audit."

Notice is also given under Section 154 of the Companies Act, 1956 that the Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, the 21st November, 2012 to Wednesday, the 28th November, 2012 (both days inclusive) for the ensuing 9th Annual General Meeting of the Company.

By order of the Board of Directors
 For Vaswani Industries Limited
 SD/-
 Ravi Vaswani
 (Chairman & Managing Director)

Place: Raipur (C.G.)
 Date: 31/10/2012

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. A Corporate Member shall be deemed to be personally present only if it is represented in accordance with Section 187 of the Companies Act, 1956, i.e. only if the Corporate Member sends certified true copy of the Board Resolution authorizing the representative to attend and vote the Annual General Meeting.
3. Register of Members and Share Transfer Book of the Company will remain closed from; 21.11.2012 to 28.11.2012 (both days inclusive).
4. Documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays between 11.00 A.M. to 1.00 P.M.
5. Members are requested to kindly notify the Company immediately any change of address:
 - a. To their Depository Participants (DPs) in respect of their electronic share accounts, and
 - b. To the Company at its Registered Office in their physical shares so as to enable the Company to address the future communications at their correct addresses.
6. Members who are holding Equity shares in identical order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
7. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.
8. Members attending the meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting venue. However, entry to attend the Meeting will be strictly on the basis of the entry slip available at the counters at the venue and to be exchanged with attendance slip.
9. Members will not be distributed any gift, compliment or kinds of such nature at the ensuing 9th Annual General Meeting of your Company.

By order of the Board of Directors
 For Vaswani Industries Limited
 SD/-
 Ravi Vaswani
 (Chairman & Managing Director)

Place: Raipur (C.G.)
 Date: 31/10/2012