

Date: 28/05/2018

To, BSE Limited, 25, P. J. Towers, Dalal Street, Mumbai – 400 001 Ref: Company Scrip Code: 532834	To, The Manager, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400051 Ref: Symbol: CAMLINFINE Series: EQ
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Sub: Notice to shareholders for the 9th Extra-ordinary General Meeting.

The Company has issued the enclosed Notice dated 24th May, 2018 to the shareholders for the 9th Extra-ordinary General Meeting (EGM). The EGM will be held on Friday, 22nd June, 2018 at 11:00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chamber, IMC Building, 4th Floor, IMC Marg, Churchgate, Mumbai - 400 020 to transact the business set out in the Notice of the EGM which has been sent by the permitted mode under the provisions of the Companies Act, 2013 (the 'Act') and Rules framed there under to every concerned shareholder individually.

The Notice of the EGM inter-alia seeks the approval of the shareholders to raise funds by way of debt and FCCB/GDR/ADR/other securities linked to equity / preference shares / any instrument or securities representing convertible securities.

Kindly take the above information on records.

Encl.: a/a.

Thanking You,
For **Camlin Fine Sciences Limited**


(Rahul D. Sawale)
Group Company Secretary





Camlin Fine Sciences Limited

Plot No.: F/11 - 12, WICEL, Opp. SEEPZ Main Gate, Central Road, Andheri (East), Mumbai - 400 093.
Tel.: 022 - 6700 1000; Fax: 022 - 2832 4404; Email: secretarial@camlinfs.com; CIN: L74100MH1993PLC075361

NOTICE

NOTICE is hereby given that the 9th Extra-ordinary General Meeting of the members of Camlin Fine Sciences Limited, will be held on Friday 22nd June, 2018 at 11:00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chamber, IMC Building, 4th Floor, IMC Marg, Churchgate, Mumbai - 400 020 to transact the following business:

Special Business

Item No. 1: Raising of Funds

To consider, and if thought fit, to pass the following resolution as a special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 23, 41, 42, 62(1)(C), 71, 179 and 180 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder including any amendments thereto or re-enactment thereof, for the time being in force and applicable provisions, if any of the Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon notification of the Companies Act, 2013 (collectively, the "Companies Act"), the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the listing agreements entered into with the stock exchanges on which the Equity Shares of the Company are listed ("Stock Exchanges") and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "SEBI ICDR Regulations"), the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2015, the provisions of the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism) Scheme, 1993 ("FCCB Scheme"), or the Depository Receipt Scheme, 2014, the provisions of the Foreign Exchange Management Act, 1999 ("FEMA") and rules and regulations framed thereunder as amended from time to time and subject to other applicable rules, regulations and guidelines issued by the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), the Government of India ("Govt"), the Stock Exchanges and/or any other competent governmental or regulatory authorities from time to time to the extent applicable, and subject to such approvals, permissions, consents and sanctions as may be necessary including from SEBI, Stock Exchanges, RBI, Govt and any other governmental or regulatory authorities as may be required in this regard and further subject to such terms and conditions or modifications as may be prescribed or imposed by any of them while granting any such approvals, permissions, consents and / or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), consent of the members of the Company be and is hereby accorded to the Board to approach and borrow money from any banks or financial institutions and/or create, offer, issue and allot (including with provisions for reservation on firm and/or competitive basis, of such part of issue and for such categories of persons as may be permitted), with or without green shoe option, either in India or in the course of international offering(s) in one or more foreign markets, such number of equity shares of the Company of face value Re. 1 each ("Equity Shares"), Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs"), Foreign Currency Convertible Bonds ("FCCBs"), convertible foreign currency bonds, fully convertible debentures/partly convertible debentures/non-convertible debentures, preference shares convertible into Equity Shares, and/or any other financial instruments convertible into Equity Shares (including warrants, or otherwise, in registered or bearer form) and/or any security convertible into Equity Shares with or without voting/special rights and/or securities linked to Equity Shares and/or securities with or without detachable warrants with right exercisable by the warrant holders to convert or subscribe to Equity Shares (all of which are hereinafter collectively referred to as "Securities") or any combination of Securities, in one or more tranches, whether Rupee denominated or denominated in foreign currency, in one or more foreign markets and/or domestic market, by way of one or more public and/or private offerings, and/or on preferential allotment basis to any eligible person, or otherwise, foreign/resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternate investment funds, foreign institutional investors, foreign portfolio investors, qualified foreign investors, Indian and/or multilateral financial institutions, mutual funds, insurance companies, non-resident Indians, stabilizing agents, pension funds, banks or any financial institutions and/or any other categories of investors, whether they be holders of equity shares of the Company or not (collectively called the "Investors") as may be decided by the Board in its discretion and permitted under applicable laws and regulations, for an aggregate amount not exceeding Rs. 250 Crores (Rupees Two Hundred Fifty Crores) or equivalent thereof, in one or more foreign currency and/or Indian rupees, inclusive of such premium as may be fixed on such Securities by offering the Securities through public



offer(s) or private placement(s) or a combination thereof at such time or times, at such price or prices, at a discount or premium to market price or prices permitted under applicable laws in such manner and on such terms and conditions including security, tenure, rate of interest etc. as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment shall be made to the exclusion of other categories of Investors at the time of such offer, issue and allotment considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with lead manager(s) and/or underwriter(s) and/or other advisor(s) appointed and/or to be appointed by the Company (the "Issue").

RESOLVED FURTHER THAT in pursuance of the aforesaid resolutions: (a) the Securities to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company; (b) the Board be and is hereby authorized to create, issue and allot such number of Equity Shares as may be required to be created, issued and allotted upon conversion of any Securities or as may be necessary in accordance with the terms of the offering; (c) the Equity Shares that may be issued by the Company shall rank pari passu with the existing Equity Shares of the Company in all respects; and (d) Equity Shares to be issued on conversion of Securities convertible into Equity Shares shall be appropriately adjusted in accordance with the terms of the offering of the Securities, including for corporate actions such as bonus issue, rights issue, stock split, consolidation of stock, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate re-organisation or restructuring.

RESOLVED FURTHER THAT in pursuance of the aforesaid resolutions the borrowing from time to time, as the Board may deem fit, any sum or sums of which together with monies already borrowed (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) by the Company shall not at any time exceed the limit of Rs. 750 Crores (Rupees Seven Hundred and Fifty Crores) (or its equivalent in any foreign currency) approved previously by the members.

RESOLVED FURTHER THAT in the event (i) of a proposed issuance of FCCBs, the relevant date for the purpose of pricing the FCCBs shall mean the date on which the Board decides to open the proposed issuance of FCCBs in accordance with the FCCB Scheme (including any amendments thereto or re-enactment thereof, for the time being in force), or as may be permitted under applicable law; and (ii) the Securities are proposed to be issued as ADRs or GDRs etc. the relevant date for the purpose of pricing the Securities shall be determined in accordance with the Depository Receipt Scheme, 2014, (including any amendments thereto or re-enactment thereof, for the time being in force) or as may be permitted under applicable law.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Securities or equity shares on conversion of Securities, the Board be and is hereby authorized on behalf of the Company to seek listing of any or all of such Securities or equity shares (including Equity Shares allotted pursuant to conversion of the convertible Securities) as the case may be, on one or more Stock Exchanges in India or outside India and the listing of Equity Shares underlying the FCCBs, ADRs and/or GDRs on the Stock Exchanges in India.

RESOLVED FURTHER THAT the Board is and is hereby authorized to appoint lead manager(s), underwriters, depositories, custodians, registrars, bankers, lawyers, advisors, debenture trustees and all such agencies and advisors as are or may be required to be appointed, involved or concerned in the Issue and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them for out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company, subject to applicable laws, to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the Issue, including the finalization of the number of Securities to be issued in each tranche thereof, finalization and approval of the draft as well as final offer document(s), offer letter, determining the form and manner of the Issue, finalization of the dates and timing of the Issue, identification and class of the Investors to whom the Securities are to be offered, determining the issue price, face value, premium amount on issue/conversion of the Securities, if any, rate of interest and all other terms and conditions of the Securities, offer and allotment of Securities, execution of various transaction documents, signing of declarations, creation of mortgage/ charge, utilization of the issue proceeds, and to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and resolve and settle all questions or difficulties that may arise in regard to such Issue without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.



RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any committee of directors or any director(s) of the Company in such manner as they may deem fit in their absolute discretion with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and settle any questions or difficulties that may arise in this regard to the Issue."

By Order of the Board
For **Camlin Fine Sciences Limited**

Rahul Sawale
Group Company Secretary
Place : Mumbai
Dated : 24th May, 2018

Note:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, body corporates, societies etc., must be supported by an appropriate resolution/authority, as applicable.
- 2) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
- 3) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company.
- 4) Electronic copy of the Notice of the 9th Extra-ordinary General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 9th Extra-ordinary General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
- 5) Members may also note that the Notice of the 9th Extra-ordinary General Meeting will also be available on the Company's website www.camlinfs.com for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Members are requested to bring their copies of their Notice at the time of attending the 9th Extra-ordinary General Meeting.
- 6) Any Member desirous of getting any information is requested to forward his/her queries to the Company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
- 7) Members, who hold Shares in dematerialised form, are requested to bring their Client ID. and DP ID. Nos. for easy identification of attendance at the meeting.
- 8) Members who are holding Shares in physical form are requested to get their Shares dematerialised with any Depository Participants in their own interest.



9) Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 (the "Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015 (the "Rules") the Company is pleased to provide members facility to exercise their right to vote at the 9th Extra-ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services provided by Link Intime (India) Pvt. Ltd. (LIPL).

The facility for voting through polling paper shall also be made available at the venue of the EGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote may attend the meeting but shall not be entitled to cast their vote again at the EGM.

The instructions for e-voting are as under:

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on "Login" tab, available under 'Shareholders' section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
4. Your User ID details are given below:
 - a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID
 - c. Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:
If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under 'Shareholders' section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

For Shareholders holding shares in Demat Form or Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders).</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	<p>Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number.</p> <ul style="list-style-type: none"> • Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction (iv).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT". In case shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)



NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Cast your vote electronically

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the company, you choose to vote.
7. On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
Cast your vote by selecting appropriate option i.e. Favour/Against as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.
8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

General Guidelines for shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as 'Custodian/ Mutual Fund / Corporate Body'.
They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.
- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case the shareholders have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or contact Mr. Rajiv Ranjan, AVP- E-Voting, Link Intime India Pvt. Ltd, C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai - 400083 or write an email to insta.vote@linkintime.co.in or Call :- Tel : 022 - 49186000.

- 10) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 16th June, 2018. Members can cast their vote online from 19th June, 2018 (9:00 am IST) till 21st June, 2018 (5:00 pm IST).
Note: e-Voting shall not be allowed beyond the said time.
- 11) Mr. J. H. Ranade, Partner failing which Mr. Sohan J. Ranade Partner failing Which Ms. Tejaswi Zope, Partner of M/s. JHR and Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- 12) The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- 13) The Results declared along with the Scrutinizers report shall be placed at the Company's website www.camlinfs.com and on the website of LIPL immediately after the results are declared by the Chairman and simultaneously communicated to the BSE and NSE.
- 14) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 5:00 pm) on all working days except Saturdays, up to and including the date of the 9th Extra-ordinary General Meeting of the Company.



Important Note:

Member / proxy needs to furnish the printed attendance slip/proxy form along with valid identity proof such as PAN card, passport, AADHAR card or driving license to enter into EGM hall. As Company is required to provide e-voting facility to its Members in terms of Section 108 of the Act read with Rule 20 of the Rules voting by show of hands will not be available to the Members at the 9th Extra-ordinary General Meeting in view of further provisions of Section 107 read with Section 114 of the Act.

By Order of the Board
For **Camlin Fine Sciences Limited**

Rahul Sawale
Group Company Secretary
Place : Mumbai,
Dated : 24th May, 2018



**ANNEXURE FORMING PART OF THE NOTICE
STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following explanatory statement sets out all material facts relating to the special business mentioned in the accompanying notice dated 24th May, 2018 ("Notice").

Item No. 1: Raising of Funds

This special resolution contained in the Notice relates to a resolution by the Company enabling the Board to approach and borrow monies from any banks or financial institutions and to create, issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds (FCCBs), Convertible or Non-convertible or Partly convertible Debentures and such other securities as stated in the resolution (the "Securities"), including by way of a private placement basis, in one or more tranches, at such price and on such terms and conditions as may be deemed appropriate by the Board (which term shall be deemed to include any committee thereof which the Board may have constituted) at its absolute discretion including the discretion to determine the categories of Investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and wherever necessary, in consultation with lead manager(s) and other agencies that may be appointed by the Board for the purpose of the Issue.

This special resolution enables the Board to raise debt and issue Securities for an aggregate amount not exceeding R.. 250 Crores (Rupees Two Hundred Fifty Crores) or its equivalent in any foreign currency. However, the borrowing from time to time, which together with monies already borrowed (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) by the Company shall not at any time exceed the limit of Rs. 750 Crores (Rupees Seven Hundred and Fifty crores) (or its equivalent in any foreign currency) as previously approved by the members.

The Board shall issue Securities pursuant to this special resolution and utilize the proceeds for business purposes, including but not limited to meet capital expenditure and working capital requirements of the Company and its subsidiaries, joint ventures and affiliates, including investment in subsidiaries, joint ventures and affiliates, repayment of debt, exploring acquisition opportunities and general corporate purposes, in a manner permitted under applicable laws and the terms of offering of the Securities.

The special resolution seeks to empower the Board also to issue by way of one or more public and/or private offerings, and/ or on preferential allotment basis or any combination thereof, through issue of prospectus and /or placement document/ or other permissible/requisite offer document to any eligible person, or otherwise, foreign/resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternate investment funds, foreign institutional investors, foreign portfolio investors, qualified foreign investors, Indian and/or multilateral financial institutions, mutual funds, insurance companies, non-resident Indians, stabilizing agents, pension funds and/or any other categories of investors, whether they be holders of equity shares of the Company or not (collectively called the "Investors") as may be decided by the Board.

Furthermore, in the event (i) of a proposed issuance of FCCBs, the relevant date for the purpose of pricing the FCCBs shall mean the date on which the Board decides to open the proposed issuance of FCCBs in accordance with the FCCB Scheme (including any amendments thereto or re-enactment thereof, for the time being in force), or as may be permitted under applicable law; and (ii) the Securities are proposed to be issued as ADRs or GDRs etc. the relevant date for the purpose of pricing the Securities shall be determined in accordance with the Depository Receipt Scheme, 2014, (including any amendments thereto or re-enactment thereof, for the time being in force) or as may be permitted under applicable law.

As the Issue may result in the issue of Equity Shares of the Company to Investors who may or may not be members of the Company, consent of the members is being sought pursuant to Section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the SEBI ICDR Regulations and any other law for the time being in force and being applicable and in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors and Key Managerial Personnel(s) of the Company or their relatives are directly or indirectly concerned or interested in this Resolution.

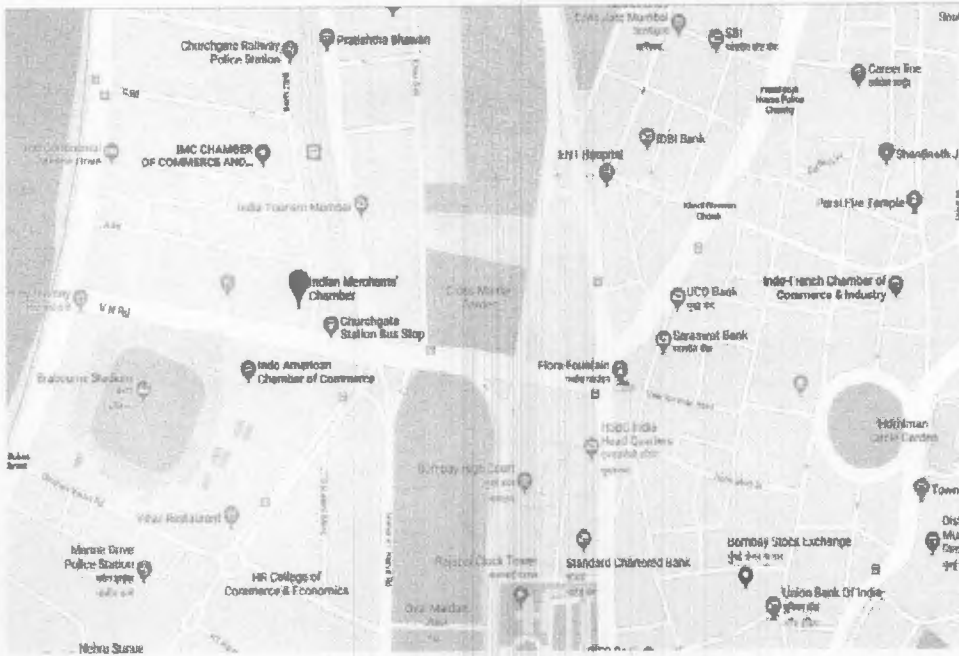
The Board recommends the Special Resolution for your approval.

By Order of the Board
For Camlin Fine Sciences Limited

Rahul Sawale
Group Company Secretary
Place : Mumbai,
Dated : 24th May, 2018



Route Map to the venue of Indian Merchants' Chamber



Regd. Office: Plot No. F / 11 & 12, WICEL, Opp. SEEPZ Main Gate, Central Road, Andheri (East), Mumbai-400 093.
E-mail: secretarial@camlinfo.com • **Website:** www.camlinfo.com • **Tel:** 022-6700 1000 • **Fax:** 022-2832 4404

ATTENDANCE SLIP

(To be presented at the entrance)

No.	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters) and Postal Address	
2.	Joint Holder 1 Joint Holder 2	
3.	Registered Folio No. / # Client ID No. /DP ID No.: (# applicable to investors holding shares in dematerialized form)	
4.	Number of Shares held and Class of Shares	

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.

I/we hereby record my/our presence at the 9th Extra-ordinary General Meeting of the Company held on Friday, 22nd June, 2018 at 11:00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chamber, IMC Building, 4th Floor, IMC Marg, Churchgate, Mumbai - 400 020.

 Member's/ Proxy's Name & Signature@
 (to be signed at the time of handing over this sheet)

PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

ELECTRONIC VOTING PARTICULARS

(Electronic Voting Sequence Number)* EVSN	Sequence No. / Default PAN

Note: A shareholder need not use all his votes nor he need to cast all his votes in the same way. It may be noted that since all the shares in the issued and paid-up capital of the Company are fully paid and rank pari-passu in all respects, each share entitles the member for one vote. Please read the instructions given in the Notes to the Notice of 9th Extra-ordinary General Meeting. The e-voting period begins on Tuesday, 19th June, 2018 (09:00 a.m. IST) and ends on Thursday, 21st June, 2018 (05:00 p.m. IST). The e-voting module shall be disabled by Link Intime (India) Pvt. Ltd. for voting thereafter.

*Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN field. @ As per Company records



**CAMLIN FINE SCIENCES LIMITED**

CIN: L74100MH1993PLC075361

Regd. Office: Plot No. F / 11 & 12, WICEL, Opp. SEEPZ Main Gate, Central Road, Andheri (East), Mumbai-400 093.
E-mail: secretarial@camlinfs.com • Website: www.camlinfs.com • Tel: 022-6700 1000 • Fax: 022-2832 4404**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

No.	Particulars	Details
1.	Name and Address of the Member(s)	
2.	Joint Holder 1 Joint Holder 2	
3.	Folio No. / # Client ID No. /DP ID No.	
4.	Number of Shares held	
5.	Email ID	

I/We, being the member(s) of CAMLIN FINE SCIENCES LIMITED hereby appoint

1.	Name:		Signature:	
	Address:			
	E-mail id:			

or falling him

2.	Name:		Signature:	
	Address:			
	E-mail id:			

or falling him

3.	Name:		Signature:	
	Address:			
	E-mail id:			

as my/our proxy to attend and vote (on a Poll) for me/us and on my/our behalf at the 9th Extra Ordinary General Meeting of the Company to be held on Friday 22nd June, 2018 at 11:00 a.m. at Walchand Hirachand Hall, IMC Building, 4th Floor, IMC Marg, Churchgate, Mumbai - 400020 and at any adjournment thereof in respect of the following resolution:

No.	Particulars	No. of shares	I assent to the resolution	I dissent to the resolution
1.	Raising of Funds (Special Resolution)			

Date:			
Place:		(Signature of the Shareholder)	Affix Revenue Stamp

E-VOTING PARTICULARS (Refer Point 9 of Notice of EGM for detailed instructions)

Event No.	User ID	PAN / Sequence No.

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. A shareholder need not use all his votes nor he need to cast all his votes in the same way. It may be noted that since all the shares in the issued and paid-up capital of the Company are fully paid and rank pari-passu in all respects, each share entitles the member for one vote.

