



LUDHIANA STOCK AND CAPITAL LIMITED

(Formerly Ludhiana Stock Exchange Limited)

CIN : U67120PB1981PLC004696

Regd. Office : Feroze Gandhi Market, Ludhiana

Tel.: 0161-2405756, 4612317 Fax : 0161-2404748

Website : www.lse.co.in, E-mail : lse_cs@rediffmail.com

NOTICE

Notice is hereby given that the 34th Annual General Meeting of the shareholders of Ludhiana Stock and Capital Limited (Formerly Ludhiana Stock Exchange Limited) will be held on 30th September, 2016, Friday at 04:00 p.m. at registered office situated at 1st floor, LSE Building, Feroze Gandhi Market, Ludhiana to transact the following ORDINARY businesses :-

1. **To receive, consider and adopt the:-**
 - a) **Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2016 and the Report of the Board of Directors and auditors thereon ; and**
 - b) **Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 and Reports of Auditors thereon.**
2. **To confirm the declaration of interim dividend as the Final dividend on equity shares.**
3. **To appoint a Director in place of Sh. Jagmohan Krishan, Shareholder Director, (DIN: 01127557) who retires by rotation and being eligible, offers himself for re-appointment.**
4. **To appoint a Director in place of Sh. Ashok Kumar, Shareholder Director, (DIN: 01971376) who retires by rotation and being eligible, offers himself for re-appointment.**
5. **To ratify the appointment of the Statutory Auditors and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") if any, read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the appointment of M/s. S.C. Vasudeva & Co., Chartered Accountants (Firm Registration No. 000235N) as the Statutory Auditors of the Company be and is hereby ratified to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be fixed by the Board of Directors of the Company."

For and on behalf of the Board of Directors
of Ludhiana Stock and Capital Limited
(Formerly Ludhiana Stock Exchange Limited)

Sd/-
Jagmohan Krishan
Chairperson
(DIN -01127557)

Registered office :
Feroze Gandhi Market, Ludhiana
CIN: U67120PB1981PLC004696
Email: lse_cs@rediffmail.com

PLACE : LUDHIANA
DATED : 27-08-2016



IMPORTANT NOTES

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a Poll instead of himself / herself and the proxy need not be a member of the Company.

A proxy in order to be valid and effective should be deposited at the Registered office of the Company duly stamped, completed and signed not less than 48 hours before the commencement of the meeting. A Blank Proxy form is enclosed with notice.

A proxy so appointed shall not have any right to speak at the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a duly certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The Company's share transfer books and the Register of Members will remain closed from 23-09-2016 (Friday) to 28-09-2016 (Wednesday) (both days inclusive).
5. All relevant documents referred to in the accompanying Notice are open for inspection by members at the Registered Office of the Company on all working days between 11:00 a.m. and 1:00 p.m. prior to the date of the Meeting.
6. The Board of Directors of the company had declared an interim dividend of Rs. 325 per share i.e., at the rate of 3250% on face value of Rs. 10/- each during the year 2015-16. The said interim dividend is to be confirmed at the ensuing AGM.
7. **Members are requested to write to the Company at least 10 Days before Annual General Meeting for obtaining any information as regards to Accounts/ Queries on Annual Report, so that the same could be compiled with in advance.**
8. For convenience of the members and for proper conduct of the meeting, entry to the place of meeting will be regulated by the attendance slip, which is annexed to the Proxy Form. Members/Proxies should bring attendance slips duly filled in and signed for attending the meeting and handover the same at the entrance of the venue of the meeting.
9. **REQUEST TO SHAREHOLDERS**
 - a. All correspondence regarding Shares of the Company should be addressed to the Company's Registrar and Transfer Agent (RTA), M/s Beetal Financial & Computer Services Pvt. Limited, Beetal House, 99, Madangir, B/H Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi 110 061.
 - b. Members who hold shares in the physical form and wish to make/ change nomination in respect to their shareholding in the Company, as permitted under section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014, may submit the prescribed form SH 13 to the company.
 - c. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities Market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Registrar & Transfer Agents of the Company i.e. Beetal Financial Computer Services Pvt. Ltd.
 - d. Members who have not registered their e-mail addresses so far are requested to register/ update their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars etc. In respect of shares held in demat mode, e-mail addresses can be registered

NOTICE OF ANNUAL GENERAL MEETING



with depository and members who hold shares in physical form are requested to register their e-mail addresses with Beetal Financial Computer Services Pvt. Ltd., Registrar & Share Transfer Agents of the Company.

- e. The Company has been registered with Central Depository Services (India) Limited (CDSL). The members can avail the Depository Services of CDSL. The ISIN of the company is INE562H01024.
- f. Members / Beneficial Owners are requested to quote their full name as per Company's record, Folio No. /DP and Client ID Nos., as the case may be, in all correspondence with the Company.
- g. Please note that copies of the Annual report will not be distributed at the venue of the meeting. Shareholders/ Proxy holders/ Authorized representatives are, therefore, requested to bring their copies of the Annual Report to the meeting.
- h. Members are requested to quote their e-mail IDs, telephone/ fax nos. for prompt reply to their communications.
- i. Members who have not yet encashed their dividend warrants for financial year 2009-10, 2010-11, 2011-12, 2014-15 & 2015-16 are requested to make their claims to the Company without delay.

For and on behalf of the Board of Directors
of Ludhiana Stock and Capital Limited
(Formerly Ludhiana Stock Exchange Limited)

Sd/-
Jagmohan Krishan
Chairperson
(DIN -01127557)

PLACE : LUDHIANA
DATED : 27-08-2016





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PROXY FORM

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

Name of the member (s) :

Registered address :

E-mail Id:

Folio No :

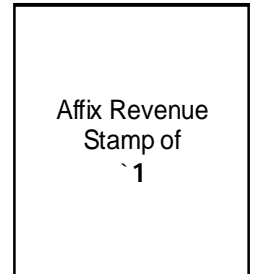
I/We, being the member (s) of _____ shares of the above named company, hereby appoint

- 1) Name : Address :
E-mail Id : Signature : or failing him/her
- 2) Name : Address :
E-mail Id : Signature : or failing him/her
- 3) Name : Address :
E-mail Id : Signature : or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the company, to be held on Friday, the 30th day of September, 2016 at 4:00 pm at the Registered Office of the Company at 1st Floor, LSE Building, Feroze Gandhi Market, Ludhiana - 141001, and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No. :

1. _____
2. _____
3. _____
4. _____
5. _____



Signature of shareholder

Signed this..... day of..... 2016

Signature of first Proxy holder

Signature of second Proxy holder

Signature of third Proxy holder

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 person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. Appointing a proxy does not prevent a member from attending the meeting in person, if he so wishes.



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ATTENDANCE SLIP

34th Annual General Meeting, Friday, 30th September, 2016 at 4:00 pm.

Name and Address of the Shareholder : _____

Name of the Joint Shareholder(s) if any : _____

Regd. Folio No. : _____

No. of shares held : _____

Name of the Proxy/Representative, if any : _____

I /We hereby record my/our presence at 34th Annual General meeting of the Company being held on Friday, 30th September, 2016 at 4:00 pm at 1st Floor, LSE Building, Feroze Gandhi Market, Ludhiana.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.