

NOTICE

NOTICE IS HEREBY GIVEN THAT the 30th Annual General Meeting of Garnet International Limited will be held on Saturday, 29th day of September 2012 at 11.00 A.M at 901, Raheja Chambers, Nariman Point, Mumbai - 400 021 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance sheet as at 31st March 2012, the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
2. To declare a dividend on Equity Shares of the Company for the year ended 31st March, 2012.
3. To appoint a Director in place of Mr. Sharad Rathi who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Ramakant Gaggar who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint auditors of the company to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting and to authorize the Board to fix their remuneration.

By order of the Board

Place: Mumbai
Dated: 3rd September 2012

**SURESH GAGGAR
DIRECTOR**

NOTES:

1. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.***
2. Proxies, if any, in order to be effective must be received at the Company's Registered Office not later than 48 hours (forty eight hours) before the time fixed for holding the meeting.
3. Additional information pursuant to Clause 49 of the Listing Agreement with Stock Exchanges in respect of Directors appointed/re-appointed is appearing in the Corporate Governance Report forming part of this Annual Report.
4. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a duly certified copy of their Board Resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
5. Members/Proxies/Representatives are requested to bring the enclosed Attendance Slip, duly filled in for attending the Annual General Meeting.
6. Relevant documents referred in the accompanying Notice are available for inspection at the Registered Office of the Company on all working days except Saturday, between 11.00 a.m. to 1.00 p.m. up to the date of the meeting.

7. The Register of Members and the Share Transfer Books of the Company shall remain closed from Friday, 28th September 2012 to Saturday, 29th September 2012 (both days inclusive).
8. There was no unclaimed dividends declared up to the financial year ended 31st March, 1995 as such company has not transferred any fund to the General revenue Account of the Central Government as required by the companies Unpaid Dividend (Transfer to the General Revenue Account of the Central Government) Rules, 1978 (the Rules).
9. Pursuant to the provision of section 205A (5) and 205C of the Companies Act, 1956, dividend for the financial year ended 31st March, 1996 and thereafter, which remains unclaimed for a period of 7 years, will be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 205C of the Companies Act, 1956.

Information in respect of such unclaimed dividend when due for transfer to the said fund is given below:

Financial Year ended	Date of declaration of Dividend	Last Date for claiming unpaid Dividend	Due date for transfer to IEPF
31-03-2010	29-09-2010	28-09-2017	28-10-2017
31-03-2011	29-09-2011	28-09-2018	28-10-2018

Members, who have not so far encashed the dividend Warrant(s), are requested to seek issue of duplicate Warrant(s)/Demand Draft by writing to the company or to the company's R&TA immediately.

10. Members, who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names, are requested to send the Share Certificates to the Company 's R &TA for consolidation into a single folio.
11. A Member desirous of getting any information on the account or operation of the company, is required to forward his/her queries to the Company at least seven days prior to the meeting so that the required information can be made available by the Management at the meeting.
12. Copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to kindly bring their copies of the Annual Report to the meeting.
13. The ministry of corporate affairs has undertaken a "Green Initiative" in the field of corporate governance by permitting paperless compliance by companies vide its Circular No. 17/2011 dated 21st April, 2011 and Circular No.18/2011 dated 29th April, 2011 and has issued circulars stating that the service of notice/documents including Annual Report can be sent by E-mail to its members. In pursuance of the same, we take immense pleasure in informing you that your Company, starting from this year, by initiating this Go-green will send the soft copies of Annual Reports to the shareholders who have already registered their e-mail addresses with the **company's R&TA - Link Intime India Private Limited.**

Further with a view to encourage the same, member who have not registered their e-mail addresses so far, are requested to register their e-mail addresses, in respect of electronic holdings with the depository through their concerned depository participants. And members who hold shares in physical form are requested to register their e-mail addressed with **company's R&TA - Link Intime India Private Limited.**