

DYNAVISION LIMITED

Regd. Office: 3rd Floor, Jhaver Plaza, No.1A, Nungambakkam High Road, Chennai-600 034

CIN: L32301TN1973PLC006439

NOTICE TO SHAREHOLDERS

Notice is hereby given that the Forty- third Annual General Meeting of the Company will be held on Monday the 17th September 2018 at Brio Party Hall, No. 4 (Old No. 23), 4th Main Road, Kamaraj Nagar, Thiruvannamiyur, Chennai - 600 041 at 11.15 a.m. to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Accounts viz. the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2018 together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in the place of Shri R.P Agrawal (DIN:05253615.) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

REAPPOINTMENT OF MR. M S MEERAMOHIDEEN AS WHOLE-TIME DIRECTOR

“**RESOLVED THAT** in accordance with the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions. If any of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded to re-appoint Shri M S Meeramohideen (DIN no. 0001896) as Whole time Director of the Company for a further term of five years on expiry of his present term of office, i.e. with effect from 1st September 2018 on the terms and conditions as set out in the explanatory statement annexed to the notice convening this meeting, with liberty and authority to the Board of Directors (which term shall be deemed

to include Nomination and Remuneration Committee of the Board) to increase remuneration upto 30% per annum and alter and vary the terms and conditions of the said appointment from time to time within the scope of Schedule V of the Companies Act 2013 or any amendment thereto or any re-enactment thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution”

4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RE-APPOINTMENT OF MR. J. NARAYANA MURTY AS INDEPENDENT DIRECTOR FOR FURTHER TERM OF FIVE YEARS.

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Mr. J Narayanamurty (holding DIN 00026474.) aged 76 years, who was appointed as an Independent Director and who holds office as an Independent Director up to 31st March 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, that is from 1st April 2019 to 31st March 2024”

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RE-APPOINTMENT OF MR. N. GOVINDAN. AS INDEPENDENT DIRECTOR FOR FURTHER TERM OF FIVE YEARS

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Mr. N Govindan (holding DIN 5287849), who was appointed as an Independent Director and who holds office as an Independent Director up to 31st March 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years that is from 1st April 2019 to 31st March 2024”

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RE-APPOINTMENT OF MR. R P AGRAWAL. WHOLE TIME DIRECTOR

“RESOLVED THAT pursuant to Section 196, 203 and other applicable provisions of Companies Act 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 consent be and is hereby accorded for the re-appointment of Shri R.P Agrawal (DIN.05253615) as Whole time Director of the Company, on attaining age of 70, for the remaining term up to 30th September 2022 with the increase in remuneration up to 30% per annum and the other terms, condition will remain same as per the earlier resolution passed by the shareholders on 30th August 2017, as set out in the explanatory statement accompanying the notice with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Schedule V of the Companies Act 2013 or any amendment thereto or any re-enactment thereof as may be agreed to between the Board of Directors and Shri R P Agrawal..”

By Order of the Board of Directors

Place: Chennai
Date: 07.08.2018

R.P.AGRAWAL
Chairman
DIN-05253615

NOTES:

- I. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- II. Pursuant to the provisions of the Companies Act, 2013 and the underlying rules viz. Companies (Management and Administration) Rules, 2014, and the Amendment Rules 2015, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights.
- III. Corporate members intending to send their duly authorised representative to attend the AGM are requested to send a certified copy of the Board Resolution together with their specimen signature to the company authorising their representatives to attend and vote on their behalf at the AGM.
- IV. The Register of Directors and Key Managerial personnel and their shareholding maintained under Section 170 of the Act and the Register of contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act will be available for inspection by the Members at the AGM.
- V. We urge members to support our commitment to environmental protection by choosing to receive their shareholding communication through email. You can do this by updating your email address with your depository participants.
- VI. Members may also note that the Notice of the 43rd Annual General Meeting and the Annual Report 2017-18 will be available on the Company's website, www.dynavision.in
- VII. Due to the amendment of Section 139, ratification of Auditors appointment is not required any longer.

- VIII. During the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company (10.00 a.m. to 5.00 p.m), provided that not less than three days' notice in writing is given to the Company.
- IX. The members / proxies are requested to bring their copy of Annual Report and attendance slips duly filled for attending the meeting.
- X The Explanatory Statement, pursuant to Section 102(2) of the Companies Act, 2013 setting out material facts in respect of the special business under Item No.3 to 6 of the Notice is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (LODR) REGULATIONS, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India of the persons seeking appointment/reappointment as Director under item nos. 3 to 6 of the Notice, are also annexed.
- XI Voting through electronic means:**
- i) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (LODR) Regulations 2015 allows the company to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- ii) The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- iii) The remote e-voting period commences on **14th September 2018** (9:00 am) and ends on **16th September 2018** (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **10th September 2018**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- iv) The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
- (a) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/ PIN for remote e-voting. Please note that the password is an initial password.
- (b) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (c) Click on Shareholder - Login
- (d) Put user ID and password as initial password/ PIN noted in step (a) above. Click Login.
- (e) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (f) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (g) Select "REVEN" of "Dynavision Limited".
- (h) Now you are ready for remote e-voting as Cast Vote page opens.

- (i) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (j) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (k) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (l) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to dvl@dynavision.in through e-mail to evoting@nsdl.co.in and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- B. In case a Member receives physical copy of the Notice of AGM for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy] :
- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:
- REVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN**
- (ii) Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.
- ix) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 10th September 2018.
- x) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e 10th September 2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.
- xi) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- xii) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM through ballot paper.
- xiii). **Mr. K. Vijaya Raagavan**, Advocate, High Court of Chennai (Membership No. MS3454/2010) has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the physical voting process at the AGM in a fair and transparent manner.
- xiv) The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- xv) The Scrutinizer after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and 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 shall make, not later than 48hrs of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him
- vi) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- vii) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/ Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- viii) You can also update your mobile number

in writing, who shall countersign the same and declare the result of the voting forthwith.

- xvi) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.dynavision.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
- xvii) Members are requested to note that the Company's equity shares are under compulsory demat trading for all investors, subject to the provisions of SEBI Circular No.21/99 dated July 8, 1999. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience.
- xviii) The Register of Members and the Share Transfer Books of the Company will remain closed for the purpose of Annual General Meeting from **Monday the 10th September 2018 to Monday the 17th September 2018** (Both days inclusive)
- xix) Members holding shares in physical form are requested to immediately notify change in their address if any, to the Registrar and Transfer Agent of the Company, viz. M/s. Integrated Registry Management Services Pvt Ltd., 2nd floor, Kences Towers, No.1 Ramakrishna Street, North Usman Road, T Nagar, Chennai 600 017 Tamilnadu, India, quoting their Folio number(s).
- xx) Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, ECS mandates, email addresses, nominations, power of attorney, change of address/name etc. to their Depository Participant (DP) only and not to the Company or its Registrar and Transfer Agent. Any such changes effected by the DPs will automatically reflect in the Company's subsequent records.
- xxi) Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date

of the Meeting to enable the Company to keep the information ready at the Meeting.

- xxii) The documents referred to in the Notice will be available for inspection by the Members at the Registered Office of the Company during the business hours on all working days from the date hereof up to the time of the Meeting.
- xxiii) Regulation 44(2) of SEBI (LODR) Regulations 2015 permits sending of soft copies of annual reports to all those Members who have registered their email addresses for the purpose.
- xxiv) The Companies Act, 2013 has also recognized serving of documents to any Member through electronic mode. In terms of the Circular No. NSDL/CIR/II/10/2012 dated March 9, 2012 issued by National Securities Depository Limited, email addresses made available by the Depository for your respective Depository Participant accounts as part of the beneficiary position downloaded from the Depositories from time to time will be deemed to be your registered email address for serving notices/ documents including those covered under Sections 101 and 136 of the Companies Act, 2013 read with Section 20 of the Companies Act, 2013 and the underlying rules relating to transmission of documents in electronic mode. In light of the requirements prescribed by the aforesaid circulars, for those Members whose Depository Participant accounts do not contain the details of their email address, printed copies of the Notice of Annual General Meeting and Annual Report for the year ended March 31, 2018 would be dispatched.
- xxv) Information in respect of unclaimed dividend when due for transfer to the Investor Education and Protection Fund.

The Company does not have any unpaid dividends which are due for transfer to the Investor Education and Protection Fund as on 31st March 2018.
- xxvi) The route map showing directions to reach the venue of the Annual General Meeting is annexed.

Explanatory Statement Pursuant to Section 102 of the Companies Act 2013**Item No.3: Re-appointment of Mr.M.S.Meeramohideen as whole time Director**

Mr. M S Meeramohideen was appointed as whole time director at the Board Meeting held on. 28th April 2013 for the period of five years effective from 1st September 2013 and accordingly the tenure of his appointment has ended on 31st August ,2018.

Board at their meeting held on 25th May 2018 considering his rich experience and knowledge, thought it fit to continue his services in the interest of the Company and hence it is proposed his re-appointment for further period of five years effective from 1st September 2018 as Whole-time Director on the following terms and conditions:

Salary	Rs. 50,850/- per month with an increase upto 30% per annum.
Perquisites:	In addition to salary, perquisites are allowed as follows.
Telephone Expenses:	Residential phone bill for the official calls made including rental will be reimbursed by the Company, subject to maximum of Rs.10,000/- per annum.
Medical Expenses:	Expenses incurred for self and family subject to a ceiling of one month's basic salary in each year or three months basic salary in a block of three years will be reimbursed by the Company.
Leave Travel Allowance:	For self and family subject to ceiling of one month's basic salary in each year will be reimbursed by the Company. "Family" means wife, dependent children and dependent parents.
Car:	Mr.M.S.Meeramohideen shall be entitled to a car with driver, running expenses and maintenance etc. for his official use which is not considered as perquisite.
Sitting fee:	Mr.M.S.Meeramohideen is also entitled to get sitting fee to attend Board and its Committee Meetings as per Company's rule.
Bonus:	Mr.M.S.Meeramohideen is also entitled to get bonus as per Company's rule.
Gratuity:	Gratuity payable shall be equal to half month's salary for each completed year of service, as per Company's rule.
Annual Increment:	Mr.M.S.Meeramohideen is also entitled to get annual increment as and when decided by the Board within the limit specified in Schedule V of section 197 of the Companies Act 2013.

A brief profile of Mr. M S Meeramohideen is furnished as annexure to the notice

Except Mr.M.S.Meeramohideen, none of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the said resolution.

Item No.4

Shri J Narayanamurty (DIN.00026464) was appointed as an Independent Director of the Company and he holds office as an Independent Director of the Company up to March 31, 2019 (First term)

The Nomination & Remuneration Committee (NR) of the Board of Directors on the basis of the report

of performance evaluation, has recommended reappointment of Shri J Narayanamurty as an independent director for a second term of five consecutive years on the Board of the Company

The Board based on the performance evaluation and as per the recommendation of the NR Committee, considers that given his background and experience and contributions made by him during his tenure, the continued association of Shri J Narayanamurty would be beneficial to the company and it is desirable to continue to avail his services as an independent Director. Accordingly it is proposed to reappoint Shri J Narayanamurty as an independent director of the company, not liable to retire by rotation, for a second term of five consecutive years on the Board of the Company w.e.f 01.04.2019

Shri J Narayanamurty is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his consent to act as a Director

The Company has also received declaration from Shri J. Narayanamurty that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Regulations 2015 (listing Regulations))

In the opinion of the Board Shri J Narayanamurty fulfils the conditions for appointment as an independent director as specified in the act and the listing regulations. Shri J Narayanamurty is independent of the management.

Details of Shri.J.Narayanamurty are provided in the annexure to the Notice. He shall be paid remuneration by way of fee for attending meetings of the Board or committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings

Copy of draft letter of appointment of Shri J Narayanamurty setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the company

Shri J Narayanamurty is interested in the resolution set out at item no. 4 of the notice with regard to his reappointment. Relatives of Shri J Narayanamurty may be deemed to be interested in the resolution Save and except the above, none of the other directors/ Key Managerial personnel of the company/ their relatives are in any way concerned or interested financially or otherwise in the resolution

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations

The Board recommends the Special Resolution set out at item No 4 of the Notice for approval by the members.

Item No.5

Shri N Govindan (DIN.5287849.) was appointed as an Independent Director of the Company and he holds office as an Independent Director of the Company up to March 31, 2019 (First term)

The NR Committee of the Board of Directors on the basis of the report of performance evaluation, has

recommended reappointment of Shri N Govindan as an independent director for a second term of five consecutive years on the Board of the Company

The Board based on the performance evaluation and as per the recommendation of the NR Committee, considers that given his background and experience and contributions made by him during his tenure, the continued association of Shri N Govindan would be beneficial to the company and it is desirable to continue to avail his services as an independent Director. Accordingly it is proposed to reappoint Shri N Govindan as an independent director of the company, not liable to retire by rotation, for a second term of five consecutive years on the Board of the Company

Shri N Govindan is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his consent to act as a Director

The Company has also received declaration from Shri N Govindan that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Regulations 2015 (listing Regulations))

In the opinion of the Board Shri N Govindan fulfils the conditions for appointment as an independent director as specified in the act and the listing regulations. Shri N Govindan is independent of the management.

Details of Shri N Govindan are provided in the annexure to the Notice. He shall be paid remuneration by way of fee for attending meetings of the Board or committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings

Copy of draft letter of appointment of Shri N Govindan setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the company

Shri N Govindan is interested in the resolution set out at item no.5 of the notice with regard to his reappointment. Save and except the above, none of the other directors/ Key Managerial personnel of the company/ their relatives are in any way concerned or interested financially or otherwise in the resolution

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations

The Board recommends the Special Resolution set out at item No 5 of the Notice for approval by the members.

Item No.6

In the Annual General Meeting held on 30th August 2017 Mr. R.P Agrawal was reappointed as the Whole time Director for a period of five years from 1st September 2017. Since Mr. R.P Agrawal has attained the age of 70 years now, his appointment as whole time director for the remaining term is required to be passed by special resolution, on the same terms and conditions considered in the Members meeting held on 30.8.2017

The Resolution containing terms and conditions of appointment is available in the record of the Company at the Registered Office, for inspection.

Hence the Board recommends passing special resolution given in item no.6

Except Mr. R P Agrwal, none of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the said resolution.

By Order of the Board of Directors
Place: Chennai **R.P.AGRAWAL**
Date: 07.08.2018 Chairman
DIN-05253615

ANNEXURE TO NOTICE

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name	R P AGRAWAL
Date of Birth	10.02.1948
Date of Appointment	01.04.2017
Qualification	B.Com from Calcutta University (West Bengal)
Expertise in specific functional areas	Rich experience in Accounts and Finance
Chairmanships/ Directorship of other Companies	Nil
i) Audit Committee	Nil
ii) Stake holders Relationship Committee	Nil
iii) Nomination and Remuneration Committee	Nil
Number of shares held in the Company	Nil

Name	M S MEERAMOHIDEEN
Date of Birth	03.08.1952
Date of Appointment	01.09.2013
Qualification	B.E from Madras University
Expertise in specific functional areas	40 years working experience
Chairmanships/ Directorship of other Companies	Nil
i) Audit Committee	Nil
ii) Stake holders Relationship Committee	Nil
iii) Nomination and Remuneration Committee	Nil
Number of shares held in the Company	Nil

PROFILE OF INDEPENDENT DIRECTORS

Name	Mr J NARAYANA MURTY
Date of Birth	10.10.1942
Date of Appointment	01.04.2014
Qualification	MA CA IIB
Expertise in specific functional areas	Banking & finance
Chairmanships/ Directorship of other Companies	Deccan Cements Ltd
i) Audit Committee	Deccan Cements Ltd
ii) Stake holders Relationship Committee	Deccan Cements Ltd
iii) Nomination and Remuneration Committee	Deccan Cements Ltd
Number of shares held in the Company	Nil

Name	Mr. N GOVINDAN
Date of Birth	4.08.1954
Date of Appointment	01.04.2014
Qualification	B.Com
Expertise in specific functional areas	Accounts & Finance
Chairmanships/ Directorship of other Companies	Nil
i) Audit Committee	Nil
ii) Stake holders Relationship Committee	Nil
iii) Nomination and Remuneration Committee	Nil
Number of shares held in the Company	50

DYNAVISION LIMITED

Regd. Office: 3rd Floor, JHAVER PLAZA, No.1-A, Nungambakkam High Road, Chennai- 600034, Tamil Nadu, India
Phone: 044-28263651, Fax: 044-42040995, Website: www.dynavision.in. email: dvl@dynavision.in
CIN:L32301TN1973PLC006439

43rd ANNUAL GENERAL MEETING ON MONDAY THE 17TH SEPTEMBER 2018 AT 11.15 A.M

FORM MGT-11 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 / Client Id:

DP ID:

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

1. Name: 2. Name:
Address: Address:
E-mail Id E-mail Id:
Signature:.....or failing him/her 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 43rd Annual General Meeting, to be held on Monday the 17th September 2018 at 11.15 A.M. at Brio Party Hall, Chennai - 600 041 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description of Resolution
Ordinary Business	
1.	To Consider and adopt the Audited Financial Statements for the financial year ended March 31, 2018, the Reports of the Board of Directors and the Auditors thereon,
2.	Re-appointment of Shri. R P Agrawal (having DIN 05253615) , who retires from office by rotation and being eligible offers himself for reappointment.
Special Business - Special Resolutions	
3.	Reappointment of Mr. M S Meeramohideen as Whole time Director
4.	Reappointment of Mr. J Narayanamurty as Independent Director
5.	Reappointment of Mr N Govindan, as Independent Director
6.	Reappointment of Mr. R P Agrawal as Whole time Director

Signed this..... day of..... 2018

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp of
Re. 1/-

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 person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. In case proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member



DYNAVISION LIMITED

Regd. Office: 3rd Floor, JHAVER PLAZA, No.1-A, Nungambakkam High Road, Chennai- 600034, Tamil Nadu, India
Phone: 044-28263651, Fax: 044-42040995, Website: www.dynavision.in. email: dvl@dynavision.in
CIN:L32301TN1973PLC006439

43rd ANNUAL GENERAL MEETING ON MONDAY THE 17TH SEPTEMBER 2018 AT 11.15 A.M

ATTENDANCE SLIP

Please complete the attendance slip and hand over at the entrance of the Meeting Hall.

Name & Address of the Shareholder(s) (In block letters):

Joint Holder's Name (In block letters):

Registered Folio No./DP ID No/ Client ID No

No of Shares Held :

I hereby record my Presence at the 43rd Annual General Meeting of the Company being held at Brio Party Hall, No. 4, Old No. 23, 4th Main Road, Kamaraj Nagar, Thiruvanmiyur, Chennai - 41 on Monday, the 17th September 2018 at 11.15 A.M.

Signature of shareholder / Joint Holder / Proxy attending the Meeting.....

Electronic Voting Event Number (Even)	User ID	Password

Note: Person attending the meeting is requested to bring this Attendance Slip and Annual Report with him/ her. Duplicate Attendance Slip and Annual Report will not be issued at the Annual General Meeting..

Route Map	
43rd Annual General Meeting	
Date :	17.09.2018
Day :	Monday
Time :	11.15 a.m.
Venue :	Brio Party Hall No. 4 (Old No. 23), 4th Main Road, Kamaraj Nagar, Thiruvanimiyur, Chennai - 600 041.

