

MRF LIMITED

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(CIN: L25111TN1960PLC004306)

NOTICE

NOTICE is hereby given that the 55th Annual General Meeting (AGM) of the Shareholders of the Company will be held on Thursday, the 11th August, 2016 at 11.00 A.M at TTK Auditorium, "The Music Academy", No.168, TTK Road, Chennai 600 014 to transact the business as mentioned in the AGM Notice dated 03rd May, 2016.

The Notice of AGM, Proxy cum-Attendance slip and the Annual Report for the 18 months period ended 31st March, 2016 have been mailed/despatched to the Members (i) in electronic form to those Members whose e-mail address are registered with Company/ Depositories and (ii) physical copies to all other Members at their address registered with the Company. The said documents are available on Company's website i.e., www.mrfityres.com. The Notice of AGM is also available on the website of National Securities Depository Ltd (NSDL) - www.evoting.nsdl.com.

In terms of Section 108 of the Companies Act, 2013 and the rules made thereunder and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means. 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 NSDL.

The remote e-voting period commences on 8th August, 2016 (9.00 A.M.) and ends on 10th August, 2016, (5.00 P.M.). During this period, shareholders of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date of 4th August, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Any person, who acquires shares of the Company and become member of the Company after despatch of the notice and holding shares as on the cut-off date i.e, 4th August, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in.

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. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM, but shall not be entitled to cast their vote again.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or contact Mr. Rajiv Ranjan, Assistant Manager, NSDL by sending an email to evoting@nsdl.co.in or contact NSDL at the following telephone no. 1800-222-990.

NOTICE is also hereby given that, pursuant to Section 91 of the Companies Act, 2013 and rules made thereunder and the provisions of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from 5th August, 2016 to 11th August, 2016 (both days inclusive). The final dividend of Rs.94/- per Equity Share of Rs.10/- each (940%) for the 18 months period ended 31.03.2016, if declared at the AGM, will be paid on or after 19th August, 2016 to the shareholders whose name appear in the Register of Members on 11th August, 2016. In respect of Equity Shares held in dematerialized form, the dividend will be paid on the basis of details of beneficial ownership to be received from the Depositories for this purpose.

Place : Chennai
Date : 20.07.2016

For MRF LIMITED,
RAVI MANNATH,
Company Secretary