

**LIBERTY SHOES LIMITED**

CIN: L19201HR1986PLC033185

Registered Office: Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail, P.O. Bastara, Dist. Karnal - 132114, Haryana

Corporate Office: Ground Floor, Tower A, Building No. 8, DLF Cyber City, Phase - II, Gurugram-122002, Haryana

Tel.: (+91) 0124-4616200, Fax: (+91) 0124-4616222

E-mail ID: investorcare@libertyshoes.com Website: www.libertyshoes.com



## NOTICE OF THE 31st ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

**A) ANNUAL GENERAL MEETING**

Notice is hereby given that the 31st (Thirty First) Annual General Meeting (AGM) of the Members of Liberty Shoes Ltd. ("the Company") will be held on Thursday, 24th August, 2017 at 11.00 A.M. at the registered office of the Company situated at Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail, P.O. Bastara, Dist. Karnal - 132114, Haryana to transact the businesses as set out in the AGM Notice dated 25th May, 2017. The AGM Notice along with the Statement to be annexed to Notice pursuant to Section 102 of the Companies Act, 2013 and Attendance Slip, Proxy Form and the Annual Report for the financial Year ended 31st March, 2017 has been sent electronically to the Members individually, (other than those who have requested for physical copy) to their email address as registered with the Company/RTA or Depository Participant. Physical Copy of the aforesaid documents have been dispatched to those Members, individually who have not registered their email IDs with the Company/RTA or Depository Participant (DP). The Remote e-voting procedure and the procedure of voting at the AGM by Members who do not wish to cast his/her vote through Remote e-voting has been clearly described in the above Notice to the AGM. The Notice to the AGM also stated the mode of declaration of the results of Remote e-voting and voting by physical Ballot form and about the login ID and the process and manner for generating or receiving the password and for casting of vote in a secure manner. The AGM Notice is available on the Company's website at [www.libertyshoes.com](http://www.libertyshoes.com) and on the website of the Central Depository Services (India) Limited [www.evoting.com](http://www.evoting.com). Besides, the Annual Report along with Annual Audited Accounts for the Financial Year ended 31st March, 2017 is also available on the Company's website at [www.libertyshoes.com](http://www.libertyshoes.com).

**B) BOOK CLOSURE**

Notice is further given that pursuant to Section 91 of the Companies Act, 2013 ("Act") read with Rule 10 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended from time to time and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 18th August, 2017 to Thursday, 24th August, 2017 (Both days inclusive) for the purpose of AGM.

**C) REMOTE E-VOTING**

Notice is further given that pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by Institute of Company Secretaries of India, the Company is pleased to provide its members facility to cast their votes on resolutions proposed to be considered at the 31st Annual General Meeting by using an electronic voting system from a place other than venue of the AGM (remote e-voting). The Company has engaged Central Depository Services (India) Limited (CDSL) as the agency for facilitating e-voting, through their e-voting platform [www.evotingindia.com](http://www.evotingindia.com).

The communication regarding User Id and password for remote E-Voting and the Notice of the AGM containing the instructions for remote e-voting and Annual Report for the Financial Year 2016-17 have been sent to the members on Monday, 31st of July, 2017. This communication and the AGM Notice are also available on the website of the Company viz. [www.libertyshoes.com](http://www.libertyshoes.com) and on the website of Central Depository Services (India) Limited viz. [www.evotingindia.com](http://www.evotingindia.com).

The remote e-voting period will commence from Sunday, 20th August, 2017 at 9.00 a.m. and ends on Wednesday, 23rd August, 2017 at 5.00 p.m. During this period, Members of the Company may cast their vote electronically. Members of the Company holding shares either in Physical or in dematerialized form as on the cut-off date i.e. 17th August, 2017 may cast their vote on the businesses set out in the Notice of the AGM electronically by using e-voting platform of CDSL and the Members not casting their vote electronically may only cast their vote at the 31st Annual General Meeting through 'physical ballot form' which shall be made available at the venue of the AGM. The Remote E-voting shall not be allowed beyond the above date and time.

A member may participate in the AGM even after exercising his right to vote through Remote e-voting but shall not be entitled to vote again. A member as on the cut-off date i.e. Thursday, 17th August, 2017 shall only be entitled for availing the Remote e-voting facility or vote, as the case may be, in the AGM. The Member, who is not a member as on the Cut-off date i.e. Thursday, 17th August, 2017 should treat this Notice to the AGM for their information purposes only.

Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of the AGM and holding shares, as of the cut-off date, i.e. 17th August, 2017 may obtain the Sequence Number (User ID and Password) by sending request at [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in) mentioning his/her Folio No./DP Id. and Client Id., However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting your vote. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently. In case you have any queries or issues regarding e-voting, please contact at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

In case of any queries/grievances with regard to remote e-voting, Members may refer to the Frequently asked Questions (FAQs) for shareholders remote e-voting user manual available for shareholders available under the Downloads section of CDSL's website or kindly contact Mr. Rakesh Dalvi, Deputy Manager, Central Depository Services (India) Limited, 16th Floor, P. J. Towers, Dalal Street, Fort, Mumbai-400001, E-mail Id- [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), Toll free Tel No. 1800-200-5533 or CFO & Company Secretary at [investorcare@libertyshoes.com](mailto:investorcare@libertyshoes.com), Tel No: 0124-4616200.

By Order of the Board  
For Liberty Shoes Ltd.  
Sd/-

**Munish Kakra**  
CFO & Company Secretary  
M.No. ACS 6262

Place: Gurugram, Haryana  
Dated: Monday, 31st July, 2017