

**(ANNEXURE TO THE NOTICE FOR THE 26TH ANNUAL GENERAL MEETING OF THE
COMPANY TO BE HELD ON TUESDAY, 25TH SEPTEMBER, 2018 AT 11.00 A.M.)**

1. Name & Registered Address of Sole/First named Member:

2. Joint Holders Name (If any) :

3. Registered Folio No. / DP ID & Client ID* :
(*Applicable to investors holding shares in Demat form)

4. No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to 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 Regulation 44 of SEBI (Listing Obligation and Discloser Requirements) Regulations, 2015, of the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) will be held on Tuesday, 25th September, 2018 at 11.00 A.M at Suite No.68A, Floor, 209, A.J.C. Bose Road, Kolkata – 700017.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
180821063		

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
Saturday, 22nd September, 2018 at 9:00 A.M. (IST)	Monday, 24th September, 2018 at 5:00 P.M. (IST)

Please read the instructions mentioned in the notice of AGM before exercising your vote.

Registered Office:
Suite No-68A, 2nd Floor
209, A.J.C. Bose road, Kolkata-700 017

Date: 31st August, 2018

By Order of the Board of Directors
For Classic Growers Ltd.
SD/-
Sandeep Agarwal (DIN: 00557801)
Director-cum-Compliance Officer

Encl: AGM Notice/Attendance Slip/Proxy Form/Annual Report.

N O T I C E

NOTICE IS HEREBY GIVEN THAT the **26th Annual General Meeting** of the Members of the Company will be held at the Registered Office of the Company situated at **Suite No.68A, 2nd Floor, 209, A.J.C. Bose Road, Kolkata – 700 017 on Tuesday, the 25th day of September, 2018 at 11.00 A.M.** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited (including the Standalone Financial Statements like Balance Sheet, Statement of Profit & Loss, Cash Flow Statements and other Financial Reports) of the Company for the financial year ended **31st March, 2018** and the Report of the Auditors and Directors thereon.
2. To appoint a Director in place of Mrs. Sanjana Agarwal (DIN: 01382460), who will retire by rotation and being eligible, offer herself for re-appointment.
3. **To Appoint of Statutory Auditors and fix their Remuneration**
To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification on re-enactment thereof for the time being in force), the company hereby propose to ratifies the appointment of M/s. SBAV & Associates. Chartered Accountants, (ICAI Registration No. 322552E) as statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 27th Annual General Meeting of the Company to be held in the financial year 2019 (subject to ratification of their appointment at every Annual General Meeting) at a remuneration to be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee, In addition to reimbursement of all out of pocket expenses in connection with the audit of the accounts of the Company.”

SPECIAL BUSINESS

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

“RESOLVED THAT Mr. Rajat Agarwal (DIN 00266205) who was appointed as an Independent Director by the Members of the Company with effect from January 31, 2014 pursuant to the provisions of Section 149, 152, Schedule IV and applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 17 of SEBI (Listing Obligation and Discloser Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force), and whose term in going to expire on January 30, 2019 and who has submitted a declaration that he still meets the criteria for independence as provided in section 149(6) of the Act and being eligible for reappointment for further period of 5 years as contemplated under the relevant provisions of the companies Act 2013, read with clause 17 of SEBI (Listing Obligation and Discloser

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Requirements) Regulations, 2015, in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of the Director be and is hereby reappointed as a Independent Director on the Board of Directors of the Company to hold office upto 5(five) consecutive years upto January 30, 2024, not liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, the Company hereby approves the re-appointment of Mr. Rabindra Goyal (DIN 00532125) as Managing Director of the Company for a period of five years with effect from 1st April, 2019 on the following remuneration and term and conditions as approved:

- a) **Salary:**
Salary at the rate of Rs. 30,000/- per month with effect from 01.04.2019 to 31.03.2024.
- b) **Commission:**
No commission shall be payable.
- c) **Perquisites:**
 - (i) Leave Salary- 30 day's encashment as per Company's Rule.
 - (ii) Exgratia/Bonus, etc. as per Company's Rule governed to all employees.
 - (iii) Other Perquisites:
 - (a) Rent Free Furnished Accommodation, if required.
 - (b) Re-imbursement of Medical expenses on self and family, if needed and required.
 - (c) Payment of club fees in relation to promotion of the business of the Company and/or any personal nature. The same will be treated as wholly and exclusively for the purpose of business of the Company and not to be considered as taxable perquisite in the hands of Mr. Rabindra Goyal.
 - (d) Contribution to Provident Fund etc. as per Company's rule applicable.
 - (e) Car with or without driver, telephone at residence and mobile phone etc. provided for the purpose of Company's business. The same will be treated as wholly and exclusively for the purpose of business of the Company and not to be considered as taxable perquisites in the hands of Mr. Rabindra Goyal.

Minimum Remuneration:

Where in any financial year during the currency of the tenure of the Managing Director, the Company has made no profits or its profits are inadequate, the Company shall pay to the Managing Director the above salary and perquisites not exceeding the ceiling limit prescribed in Schedule V of the Companies Act, 2013 as amended from time to time as minimum remuneration.

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“FURTHER RESOLVED that the Board of Director be and are hereby authorised to increase the remuneration and vary any of the above terms of appointment including remuneration in consultation with the Managing Director provided that such increase and variation is within the limits prescribed under the provisions of the Companies Act, 2013 and/or the provisions of law as may be applicable thereto from time to time.”

“RESOLVED FURTHER THAT the Board of Directors, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**Registered Office:
Suite No-68A, 2nd Floor
209. A.J.C.Bose road, Kolkata-700 017**

Date: 31st August, 2018

**By Order of the Board of Directors
For Classic Growers Ltd.
SD/-
Sandeep Agarwal (DIN: 00557801)
Director–cum-Compliance Officer**

CLASSIC GROWERS LTD (CIN NO.L01119WB1992PLC055908)

Registered Office:-Suite No.68A, 2nd Floor, 209, A.J.C. Bose Road, Kolkata – 700 017

Email: classicg@rediffmail.com, Phone: +91 33 2280 6879 Web: www.classicgrowers.in

NOTES

1. A member entitled to attend and vote at the AGM meeting is entitled to appoint a proxy to attend and vote in the meeting instead of himself/herself and the proxy need not be a member of the Company. Proxies, in order to be effective must be received at the Company's Registered Office at Suite No-68A, 2nd Floor, 209, A.J.C.Bose Road, Kolkata-700 017, not less than 48 hours before the commencement of the Annual General Meeting.
A person can act as a Proxy on behalf of members not exceeding 50 members and holding in the aggregate not more than 10% of the Total Share Capital of the Company.
2. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company the certified copy of Board Resolution authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
3. Brief resume of Director including those purpose to be appointed/re-appointed, nature of their expertise in specific functional area, names of Companies in which they hold directorship and membership/Chairmanship of Board Committees, shareholding and relationship in between Directors inter-se as stipulated Pursuant to Regulation 36 of the SEBI (Listing obligation and disclosures Requirement) Regulation, 2015.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
7. The Register of members and Share Transfer Books of the Company will remain closed from 19th day of September 2018 to 25th day of September 2018 (both days inclusive).
8. The Board has not recommended any dividend to maintain strong reserve and appreciation in value of Shares.
9. Members holding shares in electronic form may note that bank particulars and any other details registered against their respective depository accounts will be used by the Company for any purpose. The Company or its Registrars and Transfer Agents, Niche Technologies Private Limited (the "Niche") cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.
10. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical forms are requested to advise any change in their address or bank mandates immediately to the Company/Niche.
11. The Securities 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 share in physical form are required to submit their PAN details to the Company/Niche and or its Registrars & Share Transfer Agent

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12. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
13. The Company has implemented the 'Green Initiative' as per Circular Nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) to enable electronic delivery of notices/documents and annual reports to shareholders. The email addresses indicated in your respective Depository Participant (DP) accounts are being periodically downloaded from NSDL/CDSL and will be deemed to be your registered email address for serving notice/documents including those covered under Section 136 of the Companies Act, 2013 (corresponding provisions of section 219 of the Companies Act, 1956). Members holding shares in electronic form are requested to keep their email addresses updated with the Depository Participants. Members holding shares in physical forms are also requested to update their email addresses by writing to the Registrar and Transfer Agent of the Company.
14. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Member holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their email address, are entitled to receive such communication in physical form upon request. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

15. 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 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Company is pleased 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 Central Depository Services (India) Limited (CDSL).

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. 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:

III.) The process and manner for remote e-voting are as under:

- (i) The remote e-voting period commences on Saturday, 22nd September, 2018 (9:00 am) and ends on Monday, 24th 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 Tuesday 18th September, 2018, may cast their vote by remote e-voting. 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.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digit of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first 2 Characters of the Name in CAPITAL letter. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. “**CLASSIC GROWERS LTD.**” on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & custodians:
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

CLASSIC GROWERS LTD (CIN NO.L01119WB1992PLC055908)

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
- (xx) Shareholders can also cast their vote using CDLS’S mobile app m-voting available for android based mobiles. The m-voting app can be downloaded from Google play store. i phone and windows phone users can download the app from the app store and the windows phone store respectively on or after 17th August, 2018. Please follow the instruction as prompted by the mobile app while voting on your mobile.
16. Institutional Members / Bodies Corporate (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 through e-mail at akkhandelia@rediffmail.com (Scrutiniser E-mail ID) with a copy marked to helpdesk.evoting@cdslindia.com on or before September 24, 2018, upto 5.00 pm. without which the vote shall not be treated as valid.
17. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 18th September, 2018. A person who is not a member as on Cut Off date should treat this notice for information purpose only.
18. The shareholders shall have one vote per equity share held by them as on the cut-off date of 18th September 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
19. The notice of the Annual General Meeting will be sent to the members whose name appear in the register of members/beneficiary owners as at closing hours of business on 17th August 2018.
20. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18th September, 2018 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
21. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode. Members may also note that Notice of 26th Annual General Meeting and Annual Report for 2017-18 will also be available on Company’s website at www.classicgrowers.in for their download.
22. Investors, who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 18th September, 2018 are requested to send the written / email communication to the Company at investor.classic@rediffmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

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23. Shri Anand Khandelia, Practising Company Secretary (Certificate of Practice Number 5841) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
24. The Results declared along with the Scrutinizer's Report shall be placed on the Company's Website www.classicgrowers.in and on the website of CDSL. The same will be communicated to the listed stock exchange viz. The Calcutta Stock Exchange Ltd., where the shares of the Company are listed.

Registered Office:
Suite No-68A, 2nd Floor
209. A.J.C.Bose road, Kolkata-700 017

Date: 31st August, 2018

By Order of the Board of Directors
For Classic Growers Ltd.
SD/-
Sandeep Agarwal (DIN: 00557801)
Director-cum-Compliance Officer

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following statement sets out all material facts relating to the Special Resolution (Special Business) mentioned in the accompanying Notice:

Item No.4:

Mr. Rajat Agarwal(DIN:00266205) has been appointed as an Independent Director by the Members with effect from January 31, 2014 pursuant to Section 260 of the Companies Act, 1956, read with Articles of Association of the Company. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Rajat Agarwal will hold office up to the date of 30.01.2019. The company proposes to re-appoint him for the further period of 5 years up to 31.01.2024. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a Member proposing the candidature of Mr. Rajat Agarwal for the office of Independent Director, to be re-appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The company has received from Mr. Rajat Agarwal, (i) consent in writing to act as director in Form DIR – 2, pursuant to Rule 8 of Companies (Appointment & Qualification of Directors), Rules, 2014 (ii) Intimation in DIR – 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section 2 of Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of section 149 of the Companies Act, 2013.

The Resolution seeks the approval of members for the appointment of Mr. Rajat Agarwal as an Independent Director of the Company upto 30th January, 2024 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder. He is not liable to retire by rotation.

In the opinion of the Board of Directors, Mr. Rajat Agarwal, the Independent Director proposed to be appointed, fulfils the conditions specified in Act, and the Rules made thereunder and he is independent of the Management. A copy of draft letter for the appointment of Mr. Rajat Agarwal as an independent Director setting out the terms and conditions is available for inspection without any fee by the Members at the Company’s registered Office during normal business hour, on working days up to the date of AGM.

No Director, Key Managerial personnel or their relatives, except Mr. Rajat Agarwal, to whom the resolution relates interested or concerned in the resolution. The Board recommends the resolution set forth in item No.4 for the approval of Members.

Item No.5:

The Board of Directors of the Company at its meeting held on April 2, 2014 has, subject to the approval of Shareholder/Members, re-appointed Mr. Rabindra Goyal as Managing Director of the Company for a period of 5 years (From 01.04.2014 to 31.03.2019) in accordance with the provision of section 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (Including any statutory modification (s) of re-enactment thereof, for the time being in force, his appointment was confirmed by the Members in the previous Annual General Meeting, considering his skill and dedication in the Company, it is proposed to extend the said period by another period of 5 years (From 01.04.2019 to 31.03.2024)

Mr. Rabindra Goyal is Managing Director of the Company and also the promoter of the Company. He Joined the Board of Directors of the company in March, 2004. Mr. Rabindra Goyal is looking day to day activities of the Company. Mr. Rabindra Goyal is Graduate as Bachelor of Commerce having experience of over 15 years in business of Non-Banking Financial Company.

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Qualification, experience and other details of Mr. Rabindra Goyal has been described herein above in item No.5. The remuneration proposed to be paid to Mr. Rabindra Goyal is justified having regard to the nature of services required from him and is commensurate with his knowledge and experience in the industry. He shall be liable to retire by rotation and shall be reckoned as a director for the purpose of determining the rotation or retirement of directors in fixing the number of directors to retire. He holds directorship in M/s.Vibhore Trading & Finance (P) Ltd.

Mr. Rabindra Goyal satisfies all the conditions as set out in Part I of Schedule V as also under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible to be appointed as Managing Director of the Company. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The Board of Directors are of the opinion that the appointment of Mr. Rabindra Goyal as the Managing Director is in the best interest of the Company and accordingly, recommend the resolution set out in Items No.5 for approval of the members.

The draft Agreement would be entered into with Mr. Rabindra Goyal in terms of the Resolution under Item No.5 of the notice will be made available for inspection at Registered Office of the Company on any working day, prior to the date of this 26th Annual General Meeting on all working days and will also be available for inspection at the place and date of the Meeting.

Other than Mr. Rabindra Goyal, Mrs. Namita Goyal and their relatives, none of the other Directors, Key Managerial personnel or their relatives is interested or concerned in the proposed Resolution at Item No.5 of this Notice.

The resolution set forth in Item No.5 seeks the approval of members for the appointment of Mr. Rabindra Goyal as a Managing Director retiring by rotation.

Additional Information of Directors seeking re-appointment at the 26th Annual General Meeting as required under Regulation 36(3) of SEBI (Listing Obligations and disclosure Requirements) Regulations,2015

(Annexure as referred to in the note No.3 on notice and Item No.2 of the notice)

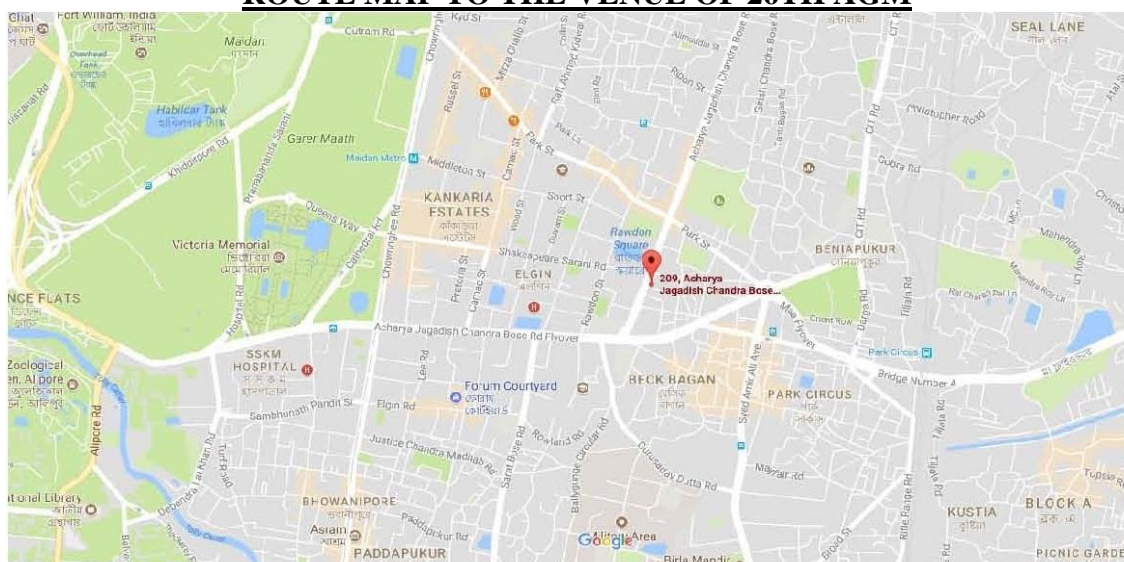
Name of Director	Mrs. Sanjana Agarwal
Directors Identification Number	DIN-01382460
Date of Birth	18.02.1979
Date of First Appointment	15.07.2004
Educational Qualification	Higher Secondary
Expertise in specific functional areas	House Wife
Chairmanship/Membership of Committees in this Company	None
Present status of directorship in this Company	Director
Directorship in other Public Limited Companies	None
Chairmanship/Membership of Committees in other Public Limited Companies	None
Shareholding as on 31 st March, 2018	Nil
Seeking appointment/re-appointment	Retire by rotation and seeking re-appointment
Rotational Status	Retire by rotation

Registered Office:
Suite No-68A, 2nd Floor
209, A.J.C.Bose road, Kolkata-700 017

Date: 31st August, 2018

By Order of the Board of Directors
For Classic Growers Ltd.
SD/-
Sandeep Agarwal (DIN: 00557801)
Director–cum–Compliance Officer

ROUTE MAP TO THE VENUE OF 26TH AGM



ATTENDANCE SLIP

Twenty Sixth Annual General Meeting at Suite No- 68A, 209, A.J.C Bose Road, Kolkata – 700017, held on Tuesday, 25th day of
September, 2018 at 11 A.M.

Name of the Shareholder	
Address	
Registered Folio/ DP ID & Client ID	
No of Shares held	
Name of the Proxy / Authorised Representative, if any	

I / We hereby record my / our presence at the Annual General Meeting at Suite No- 68A, 209, A.J.C Bose Road, Kolkata –
700017, held on Tuesday, 25th day of September, 2018 at 11 A.M.

Signature of Shareholder/ Proxy/ Authorised Representative

Note: The Member/Proxy must bring this Attendance Slip to the Meeting, duly completed and signed, and hand over the same
at the venue entrance.

CLASSIC GROWERS LTD (CIN NO.L01119WB1992PLC055908)**Registered Office:-Suite No.68A, 2nd Floor, 209, A.J.C. Bose Road, Kolkata – 700 017**Email: classicg@rediffmail.com, Phone: +91 33 2280 6879 Web: www.classicgrowers.in**FORM NO. 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. / *DP-ID & Client	

**Applicable for Investors holding shares in electronic form.*

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

1.	Name:	Address:
	E-mail Id:	Signature:

Or falling him

2.	Name:	Address:
	E-mail Id:	Signature:

Or falling him

3.	Name:	Address:
	E-mail Id:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting at Suite No-68A, 209, A.J.C Bose Road, Kolkata – 700017, held on Tuesday 25th day of September, 2018 at 11 A.M., and at any adjournment thereof in respect of such resolutions as is/are indicated below:-

**** I/We wish my/our above Proxy to vote in the manner as indicated in the box below:-**

Item No.	Resolution(s)		
Ordinary Resolution		For	Against
1.	Adoption of financial statement of the Company for the year ended 31 March, 2018 together with the reports of the Director's and Auditors thereon.		
2.	Re-appointment Mrs. Sanjana Agarwal (holding DIN 01382469), who retires by rotation.		
3.	Ratification of appointment of M/s. SBAV & Associates, Chartered Accountants as Statutory auditors of the Company and to fix their remuneration.		
Special Resolution			
Special Business			
4	Re-appointment of Mr. Rajat Agarwal (DIN 00266205) as an Independent Director upto January 30, 2024		
5	Re-appointment of Mr. Rabindra Goyal (DIN 00532125) as Managing Director of the Company for a further period of five years with effect from 1st April, 2019		

Signed this day of 2018.

Signature of Shareholder

Signature of Proxy holder(s):

**Affix Re.1
Revenue
Stamp**

Notes:

- This form should be signed across the stamp as per specimen signature registered with the Company.
- 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.
- A proxy need not be a member of the Company.
- A person can act as 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 a proxy for any other person or shareholder.
- **This is only optional. Please put a 'x' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.**
- Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.