

OCM INDIA LIMITED

NOTICE

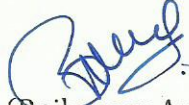
NOTICE IS HEREBY GIVEN THAT EXTRA ORDINARY GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF OCM INDIA LIMITED WILL BE HELD ON TUESDAY, 9th JUNE, 2015 AT THE REGISTERED OFFICE OF THE COMPANY AT OCM ESTATE, G.T ROAD, CHHEHARTA, AMRITSAR AT 11.00 A.M. [IST] TO TRANSACT THE FOLLOWING BUSINESS AS

SPECIAL BUSINESS:

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

“RESOLVED that the Incentive Plans I & II (Annexed) for Managing Director and his Management team are approved”

On Behalf of the Board
For OCM India Limited



(Rajkumar Arora)
Company Secretary
M No : FCS 4609
C-4 Lehri Colony, East Arjun Nagar
Delhi - 110032

Date: 13/05/2015
Place: Amritsar

Notes:

- i) A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and the proxy need not be a member. Proxy form in order to be effective must be received by the Company not less than 48 hours before the commencement of the Meeting. A proxy so appointed shall not have any right to speak at the meeting. The blank proxy form is enclosed.
- ii) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto and forms part of this Notice.

Corporate Office:

401, Square One Mall, C-2, District Centre,
Saket, New Delhi - 110 017.
Ph: +91-11-43119100

Registered Office & Factory:

OCM Estate, G.T. Road, Chheharta,
Amritsar, Punjab - 143105.
Ph: +91-183-2820600

Website: www.ocm.in | Email ID: info@ocm.in | CIN: U17121PB1922PLC000038

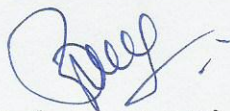
- iii) Documents referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days, except holidays, between 11.00 A.M. to 1.00 P.M. up to the date of the Extra-ordinary General Meeting.
- iv) Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.1

The Plans are intended to provide key employees of the Company financial incentive and to motivate them to contribute to the growth of the Company's business. The Company intends to use these Plans to attract and retain services of such key employees and to create a variable compensation plan that is competitive with other similar companies.

On Behalf of the Board
For OCM India Limited



(Rajkumar Arora)
Company Secretary
M No : FCS 4609
C-4 Lehri Colony, East Arjun Nagar
Delhi - 110032

Date: 13/05/2015
Place: Amritsar

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)

CIN: U17121PB1922PLC000038

Name of the Company: OCM India Limited

Registered office: OCM Estate, GT Road, Chheharta, Amritsar-143105, Punjab, India

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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

1. Name:-

Address:-

E-mail ID:-

Signature:-....., or failing him

2. Name:-

Address:-

E-mail ID:-

Signature:-....., or failing 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 Extraordinary General Meeting of the company, to be held on Tuesday, 09th June, 2015 at the registered office of the company at OCM estate, G.T. Road, Chheharta, Amritsar-143105, Punjab, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

- 1.....
- 2.....
- 3.....

Signed this..... day of..... 20....

Signature of the share holder

Affix Revenue
Stamp

Signature of Proxy holder(s)

Note: 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.