

HERO CYCLES LIMITED

CIN: U35911PB1966PLC002667

REGD. OFFICE: HERO NAGAR, G.T. ROAD, LUDHIANA-141003

Tel: 0161-2539448-52; Fax: 0161-2539478; Website: www.herocycles.com

NOTICE

Notice is hereby given that the 50th Annual General Meeting of the members of Hero Cycles Ltd., will be held on Friday, the 30th day of September, 2016 at 3:00 p.m. at the registered office of the Company at Hero Nagar, G. T. Road, Ludhiana to transact following business:-

ORDINARY BUSINESS:

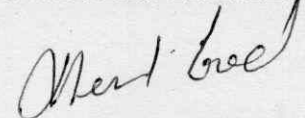
1. To receive, consider and adopt an Audited Financial Statements for the year ended on 31st March, 2016 together with Board's Report and Auditor's Report thereon.
2. To declare dividend for the financial year 2015-16
3. To appoint a director in the place of Sh. Pankaj Munjal who retires by rotation and being eligible, offers himself for reappointment.
4. To consider and if deemed fit, to pass the following resolution with or without modification(s) as an **Ordinary resolution**:-

"RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s B.D. Bansal & Co., Chartered Accountants (ICAI Firm Registration No. 0006121N), be and is hereby ratified to be re-appointed as Statutory Auditor of the Company from the conclusion of this Annual General Meeting till the conclusion of the 51st Annual General Meeting to be held in the year 2017, at such remuneration and reimbursement of out-of-pocket expenses as may be recommended by the Audit Committee and approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Pankaj Munjal, Chairman and Managing Director of the Company and/ or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as may be required or considered necessary or incidental thereto."

PLACE: LUDHIANA
DATED: 07.09.2016

BY ORDER OF THE BOARD
HERO CYCLES LIMITED



BHARAT GOEL
(President – Legal & Co. Secy.)
FCS: 04641

NOTES:

- 1. A member entitled to attend and vote at the Annual General meeting, is entitled to appoint a proxy to attend and vote (on a poll only) instead of himself/herself and the proxy need not be a member. The instrument appointing proxies, in order to be valid, must be deposited at the Regd. Office of the Company not later than 48 hours before the commencement of the meeting. The Proxy form is sent herewith the Annual Report.**
2. Members are requested to notify immediately any change in their address to the Company.
3. The Registers maintained pursuant to provisions of Sections 170 & 189 of the Companies Act, 2013 and rules there under will be made available for inspection by Members of the Company at the Meeting.