

August 1, 2015

To,  
The Board of Directors  
Elpro International Limited,  
'Nirmal', 17 Floor, Nariman Point,  
Mumbai 400021  
Maharashtra, India

Dear Sirs,

Sub.: Proposal of a candidate for directorship under Section 160 of the Companies Act, 2013

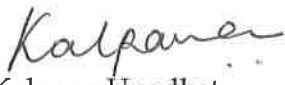
I, Kalpana Unadkat, intent to move a resolution for my appointment as an Independent Director of the Company at the ensuing Annual General Meeting of the Company. I hereby give the notice to the Company within the meaning of Section 160 of the Companies Act, 2013 for my intention to move the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150 & 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms. Kalpana Unadkat (holding DIN 02490816), who was appointed as an Additional Director of the Company by the Board of Directors on recommendation of Nomination and Remuneration Committee, with effect from 27th March 2015, pursuant to provisions of Section 161(1) of the Companies Act, 2013 and Article 89 of Articles of Association of the Company and whose term of office expires at this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from her, proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years upto 26th March, 2020."

I deposit Cheque No. 994451 dt. 26/28/2015 of Rs. 1,00,000/- (Rupees One Lakh only) drawn on The Hongkong and Shanghai Banking Corporation Limited, Fort Branch, with Elpro International Limited, towards the deposit under the provisions of Section 160 of the Companies Act, 2013.

Thanking you.

Yours faithfully,

  
Kalpana Unadkat  
Independent Director  
(DIN: 02490816)