

# 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 Id*:	

\*Applicable in case shares are held in electronic form

I/We, being the member(s) holding \_\_\_\_\_ shares of the above named Company, hereby appoint.

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the **30<sup>th</sup> Annual General Meeting** of the Company to be held on Friday, 27<sup>th</sup> September, 2019 at 11:00 a.m. at premises of 408-10 Milestone Building, Near Drive-in Cinema, Ahmedabad – 380054 and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Resl No.</b>	<b>Description</b>	<b>For</b>	<b>Against</b>
	<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt Audited Balance Sheet as at 31st March, 2019 and Statement of Profit and Loss for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Vishal V. Agarwal (DIN: 01763739) who retires by rotation and being eligible offers himself for reappointment.		
3.	To Consider and if thought fit to pass with or without modification the following resolution as an <b>Ordinary resolutions:-</b>  <b>RESOLVED THAT</b> pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, (including any statutory modifications or re- enactment thereof, for the time being in force), consent of the Board of Directors of the Company be and is hereby accorded, subject to the approval of Shareholders in General Meeting, to appoint Mr. Samir M. Shah & Associates (FRN.: 122377W) Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting (after commencement of the Companies Act 2013), subject to ratification by the shareholders annually, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.”		
	<b>SPECIAL BUSINESS</b>		
4.	To Consider and if thought fit to pass with or without modification the following resolution as an <b>Special resolutions:-</b>  <b>RESLOVED THAT</b> pursuant to Section 2(19) & Section 203		

	<p>read with rule made there under and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force Mr. Vishal V. Agarwal be and is hereby appointed as Chief Financial Officer (CFO) w.e.f. 18<sup>th</sup> July,2019 to perform the duties assigned to him by the Board of Directors from time to time.</p> <p>5. To Consider and if thought fit to pass with or without modification the following resolution as an <b>Special resolutions</b>:-</p> <p><b>RESLOVED THAT</b> Mr. Harishkumar Dhanjibhai Joshi (DIN: 01871634), who was appointed as an Additional Director on the Board of Directors of the Company with the effect 27<sup>th</sup> September, 2019 in terms of Section 161 of the Companies Act,2013 and who hold office upto the date of the Annual General meeting, be and hereby appointed as Independent Director of the Company.</p> <p>6. To Consider and if thought fit to pass with or without modification the following resolution as an <b>Special resolutions</b>:-</p> <p><b>RESLOVED THAT</b> Miss Nupur B. Modi (DIN: 08261303), who was appointed as an Additional Director on the Board of Directors of the Company with the effect 27<sup>th</sup> September, 2019 in terms of Section 161 of the Companies Act,2013 and who hold office upto the date of the Annual General meeting, be and hereby appointed as Independent Director of the Company.</p> <p>7. To Consider and if thought fit to pass with or without modification the following resolution as an <b>Special resolutions</b>:-</p> <p><b>RESLOVED THAT</b> pursuant to the provisions of Section 149,152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV to 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 SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 , Mr. Gunjan Yogesh Pandya (DIN: 08493307), who is eligible for appointment in respect whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a</p>		
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	<p>member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company to hold office for five year w.e.f. 27<sup>th</sup> September, 2019 and shall not be liable to retire by rotation hereinafter in accordance with the provisions of the Companies Act, 2013.</p>		
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Signed this \_\_\_\_\_ Day of \_\_\_\_\_ 2019

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

**Note:**

1. The Form should be signed across the stamp as per specimen signature registered with the Company.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 30<sup>th</sup> Annual General Meeting.
3. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
4. Please put '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.
5. A proxy need not be a member of the Company.