



FORTIS MALAR HOSPITALS LIMITED

CIN: L85110PB1989PLC045948

Regd. Office: Fortis Hospital, Sector 62, Phase VIII, Mohali, Punjab – 160062

Tel. : No.: +91 172 5096001 Fax No. +91 172 5096002

Email Id: secretarial.malar@malarhospitals.in Website: www.fortismalar.com

NOTICE

Notice is hereby given that the **Twenty Sixth Annual General Meeting of Fortis Malar Hospitals Limited** will be held on Tuesday, September 26, 2017 at 10:30 A.M. at **National Institute of Pharmaceutical Education and Research Mohali, Sector 67, SAS Nagar, Mohali – Punjab-160062**, to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Standalone Financial Statements of the Company together with the Report of Board and Auditors thereon and the Audited Consolidated Financial Statements of the Company including Report of Auditors thereon for the Financial Year ended on March 31, 2017.

2. To appoint a Director in place of Dr. Nithya Ramamurthy (DIN: 00255343), who retires by rotation and being eligible, seeks re-appointment.

3. Ratification of appointment of Auditor:

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of **Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018)**, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty seventh AGM of the Company to be held in the year 2018 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

4. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, Mr. Rakesh Laddha (DIN: 06987522), who was appointed as an Additional Director of the Company with effect from September 27, 2016 under Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

5. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), remuneration of ₹ 50,000 plus out of pocket expenses and taxes, being paid to M/s. Jitender, Navneet & Co., Cost Auditors appointed by the Board of Directors, to conduct the audit of the cost records of the Company, for the Financial Year ended March 31, 2017, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to recommendation and approval of Nomination and Remuneration Committee and Board of Directors of the Company and the provisions of Sections 196, 197, 203 and any other applicable provisions, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), read with Schedule V to the Act, and Articles of Association of the Company, the consent of the members be and is hereby accorded to appoint Mr. Meghraj Arvindrao Gore (DIN: 07505123) as Whole-time Director of the Company for a period of three years with effect from October 1, 2016, on the terms and conditions as set below:

a) Total Remuneration: Remuneration payable by way of salary, perquisites and other allowances shall be upto ₹ 2 Crore in the manner laid down in Section 198 and any other applicable provision of the Act, in any financial year, with the authority granted to the Board of Directors and/or Nomination and Remuneration Committee, to amend/ modify the remuneration components of the total remuneration, within the limits stipulated in this Resolution, from time to time.

The perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rule, they shall be evaluated at actual cost.

- b) Other terms:
- i. Subject to the superintendence, control and direction of the Board, Mr. Meghraj A. Gore shall perform such duties and functions as would be commensurate with his position as Whole-time Director of the Company and as may be delegated to him by the Board from time to time.
 - ii. The Whole-time Director shall not be paid any sitting fee for attending the meetings of the Board of Directors or Committees thereof.
 - iii. The Whole-time Director will be entitled to reimbursement of entertainment and all other expenses actually and properly incurred by him in the course of legitimate business of the Company.
 - iv. The office as Whole-time Director may be terminated by either party by giving three months' notice in writing, of such termination unless otherwise a shorter period is decided mutually between the Director and the Board of Directors.
 - v. If, at any time, Mr Meghraj Arvindrao Gore ceases to be the Director of the Company for any reason whatsoever, his office as Whole-time Director shall forthwith be terminated.
 - vi. He shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr Meghraj Arvindrao Gore, Whole time Director of the Company be and is hereby designated as Key Managerial Personnel under the provisions of section 203 of Companies Act, 2013 and the Rules made thereunder.

RESOLVED FURTHER THAT any of the Directors and Company Secretary be and are hereby severally authorized to do all such acts, deeds and things and to sign, execute and file and/or modify all such forms, papers and documents as may be considered necessary or expedient including appointing attorney(s) or authorized representatives to give effect to this Resolution."

**By the Order of the Board
For Fortis Malar Hospitals Limited**

Sd/-

**Trapti Kushwaha
Company Secretary
ACS 34747**

Date: July 25, 2017

Place: Chennai

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, is enclosed herewith and forms part of this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY (IES) TO ATTEND AND VOTE INSTEAD OF HIM/HER AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies, to be effective shall be duly filled, stamped, signed and deposited, not less than 48 hours before the commencement of the Meeting at the Registered Office of the Company. Pursuant to the provisions of Companies Act, 2013 and the rules thereunder, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the

total share capital of the company carrying voting rights. A member holding more than ten percent, 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 proxy for any other person or shareholder.

3. Pursuant to provisions of Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 and secretarial standards, the particulars of Directors seeking appointment/re-appointment at this Annual General Meeting are annexed to the Notice.
4. The cut-off date for the purpose of remote e-voting and for physical voting is September 19, 2017. The E-voting facility will be available from September 23, 2017 (from IST 0900 Hours) to September 25, 2017 (till IST 1700 Hours) after which the e-voting facility will not be available.
5. Members are requested to bring their copy of Annual Report to the Meeting.
6. Members / Proxies should bring the Attendance Slip/ proxy form duly filled in for attending the Meeting. The members who hold shares in dematerialized form are requested to bring their Client Master List / Depository Participant Statement/ Delivery Instruction Slip, reflecting their Client Id and DP Id No. for easier identification of attendance at the meeting.
7. Members are requested to notify any change of address:
 - a. to their depository participants in respect of shares held in dematerialized form, and
 - b. to Company/Registrar and Transfer Agent ("Karvy") in respect of shares in physical form, under their signatures and quoting folio number (including for change of residential status/e-mail id, bank details, etc.).
8. In case of joint holders attending the meeting, only such joint holder whose name appears at the top in the hierarchy of names shall be entitled to vote.
9. Corporate members are requested to send a duly certified copy of the Board Resolution /Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
10. For security reasons, no article / baggage will be allowed at the venue of the meeting. The members / attendees are strictly requested not to bring any article/baggage, etc. at the venue of the meeting.
11. Those members who have not yet got their Equity Shares dematerialized, are requested to contact any of the Depository Participants in their vicinity for getting their shares dematerialized.
12. Members may avail the nomination facility as provided under Section 72 of the Companies Act, 2013.
13. Non-Resident Indian Members are requested to inform Registrar and Transfer Agent (**Karvy**), immediately of:
 - a. Change in their residential status on return to India for permanent settlement, and
 - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

14. Members desiring any information as regards the Accounts are requested to write to the Company Secretary, giving at least 7 days' notice prior to the date of Annual General Meeting to enable the Management to reply at the Meeting.
15. The notice of Annual General Meeting will be sent to those members / beneficial owners whose name will appear in the register of members / list of beneficiaries received from the Registrar and Transfer Agent (**Karvy**) as on August 11, 2017. A person who is not a member as on the cut-off date i.e. September 19, 2017, should treat this Notice for information purposes only.
16. The Ministry of Corporate Affairs has undertaken a 'Green Initiative in the Corporate Governance' by allowing paperless compliances by Companies. Also, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 permits Companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering/ updating their e-mail address for receiving electronic communications. The notice for Annual General Meeting along with the annual report of the Company will be made available on the Company's website- www.fortismalar.com.
17. The Securities and 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 shares in physical form can submit their PAN to the Company / Karvy.
18. 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.
19. Electronic copy of the Notice of the 26th Annual General Meeting of the Company is being sent to all members whose email IDs are registered with the Company/ Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the Notice is being sent in the permitted mode.
20. All documents referred to in the Notice and Explanatory Statement will be available for inspection at the Company's registered office and/or corporate office and also at AGM during normal business hours between 10.00 A.M. to 12.00 Noon on all working days upto the date of Annual General Meeting.
21. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the assent or dissent of the shareholders in respect of the resolutions contained in the Annual General Meeting Notice is also being taken through e-voting facility provided through **Karvy Computershare Private Limited**.
22. The e-voting event number, User Id and Password along with the detailed instructions for e-voting are provided in the notice of e-voting, being sent along with the Notice of Annual General Meeting.
23. The result on resolutions shall be declared on or before closing business hours on Wednesday, September 27, 2017 at the registered office of the Company and shall also be available on the website of the Company. The resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favor of the resolutions.
24. Pursuant to Sections 205A and 205C of the Companies Act, 1956 and/ or Section 123 of the Companies Act, 2013 and other applicable provisions, if any, all unclaimed/unpaid application money remaining unclaimed/unpaid for a period of seven years from the date they became due for payment, in relation to the Company, have been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. No claim shall lie against the IEPF or the Company for the amounts so transferred nor shall any payment be made in respect of such claim.
25. The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e-voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
26. The Board of Directors has appointed Mr. Mukesh Manglik, Company Secretary in whole-time practice (C.P. No. 8476) as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
27. Route map of the venue of the meeting along with the landmark forms part of this notice.

EXPLANATORY STATEMENT

Item No. 3

This explanatory statement is provided though strictly not required as per Section 102 of the Act.

Deloitte Haskins & Sells LLP, (ICAI Firm Registration No. 117366W/W-100018), Chartered Accountants, were appointed as the statutory auditors of the Company for a period of five years commencing from the Financial Year 2015-16, at the Annual General Meeting (AGM) of the Company held on September 23, 2015.

As per provisions of Section 139(1) of the Act, their appointment for the above tenure is subject to ratification by members at every AGM. Accordingly, ratification of the members is being sought for appointment of statutory auditors as per the proposal contained in the Resolution set out at item no. 3 of the Notice.

The Board commends the Resolution at item No. 3 for approval by the Members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested, financially or otherwise, in the Resolution at Item No. 3 of the accompanying Notice, except to the extent of their respective shareholding, if any.

Item No. 4

The Board of Directors of the Company has appointed Mr. Rakesh Laddha as an Additional Director of the Company with effect from September 27, 2016. In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Rakesh Laddha shall hold office upto the date of the forthcoming Annual General Meeting and is eligible to be appointed as a Director of the Company. The Company has received notice under Section 160 of the Companies Act, 2013 from Fortis Hospitals Limited, one of the shareholder signifying his candidature as a Director of the Company.

The Nomination and Remuneration Committee recommends the appointment of Mr. Rakesh Laddha as Director of the Company, liable to retire by rotation. Further, he is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

A brief profile of Mr. Rakesh Laddha, including nature of his expertise, is provided in the explanatory statement.

None of the Directors or Key Managerial Personnel and their relatives, except Mr. Rakesh Laddha, except to the extent of their respective shareholding, are concerned or interested (financially or otherwise) in this Resolution.

The Board of Directors recommends the resolution as set out at Item No. 4 for approval of the members as an Ordinary Resolution.

Item No. 5

The Board, on the recommendation of the Audit & Risk Management Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ended on March 31, 2017 as per the following details:

Name of the Cost Audit Firm	Amount (In Rupees)
M/s. Jitender, Navneet & Co, Cost Accountants	50,000

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit and Risk Management Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ended March 31, 2017.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice except to the extent of their respective shareholding, (if any).

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the members.

Item No. 6

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, has approved appointment of Mr. Meghraj Arvindrao Gore as the Whole-time Director of the Company w.e.f. October 01, 2016 for a period of three

years at a remuneration recommended by Nomination and Remuneration Committee, subject to approval of shareholders and other requisite approvals required under Sections 196, 197, 203 and any other applicable provisions, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Act and Articles of Association of the Company.

The resolution seeks the approval of the members in terms of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder for the appointment of Mr. Meghraj A. Gore as the Whole-time Director, for a period of three years commencing from October 01, 2016.

The details pertaining to directorship in other companies is covered under Corporate Governance Report forming part of this Annual Report.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Mr. Meghraj Arvindrao Gore himself, is interested or concerned financially or otherwise except to the extent of their respective shareholding, if any, in the said resolution.

The Board recommends the resolution set forth in Item No. 6 for approval of the members.

DETAILS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT AT THE ANNUAL GENERAL MEETING

Item No. 02

Dr. Nithya, aged about 65 years has extensive experience in Medical Profession as an expert in Gynaecology/Obstetrics. Dr. Nithya is a Senior Consultant Obstetrician and Gynaecologist at Fortis Malar Hospital, Chennai having more than 41 years of extensive experience as a medical professional.

Dr. Nithya Ramamurthy specialises in Gynaecology & Obstetrics and also holds the record performing over 10,000 Laparoscopic surgeries.

Apart from the above, she has conducted a number of CME programs for the young medical students and practitioners, and also held Vaginal Pelvic Surgery Workshop with Royal college of Obstetricians and Gynecologists. Her special areas of Interest are High Risk Pregnancy, Infertility Treatment, Obesity, Pcos and Laparoscopic Surgery.

Dr. Nithya was awarded the "The Best Doctor" by the Governor of Tamil Nadu in March 2012 by Dr. MGR University. She is the "Best Outgoing Student Award Holder", Women & Children Hospital, Madras Medical College – 1983 – 1985 and also holder of Malaysian Govt. Merit Scholarship (MARA), she has done House Surgeoncy – Govt. Rajaji Hospital, Madurai Medical College. Dr. Nithya is a DGO from Madras Medical College and MBBS from Madurai Medical College, Madurai.

Original date of appointment: May 1, 2006

Shareholding in the Company as on March 31, 2017: 8,59,377 equity shares of ₹ 10 each.

Dr. Nithya Ramamurthy is not related to any other Director and/or Key Managerial Personnel of the Company.

During the financial year 2016-17, Dr. Nithya has attended all Seven Board meetings.

Dr. Nithya is not holding Directorship and/or Committee membership/ chairmanship in any other Company.

Dr. Nithya is a Non Executive Director liable to retire by rotation. Details of sitting fees are given under Corporate Governance Report, forming part of Annual Report.

Item No. 04

Mr. Rakesh Laddha was appointed as an Additional Director of the Company by the Board of Directors on September 27, 2016. Accordingly, he shall hold office up to the date of the ensuing Annual General Meeting. Mr. Rakesh Laddha, aged 41 years is Commerce graduate and also a member of ICAI and has over 20 years of experience in various positions with various entities.

The details pertaining to Directorship in the other companies is covered under Corporate Governance Report, forming part of this Annual Report.

Mr. Rakesh Laddha is not related to any other Director of the Company. As on March 31, 2017, no equity shares of the company or other convertible instrument(s), if any, are held by him in the Company. Mr. Rakesh Laddha is not related to any other Director and / or Key Managerial Personnel of the Company.

Item No. 06

Mr. Raj Gore, aged about 41 years is a seasoned global professional with more than 17 years of versatile experience in business management in North America, Asia, & Africa, with a particular focus on healthcare for the past 13 years. During his association of 13 years with Fortis, he has been part of the phenomenal growth of Fortis in becoming one of the leading players in India. He has demonstrated effective leadership skills and business acumen through various

corporate as well as operational roles with Fortis and has led business transformation & financial turnaround of healthcare companies in India, Mauritius, and Vietnam.

In his previous role as VP - Operations, he was responsible for driving operational excellence and profitability through functions such as Pricing, Sales, Medical Value Travel, Marketing, Process Improvement and various centrally driven strategic initiatives across the network.

Prior to that he played an instrumental role as the Chief Executive Officer in transforming Hoan My Medical Corporation, the largest integrated private hospital chain in Vietnam with 6 hospitals and 1 clinic with more than 1,200 beds serving more than 1.5 million patients in a year.

He is a chemical engineer from India and has MBA & MS in Information Technology degrees from USA.

Shareholding in the Company: Nil

Original date of appointment: October 01, 2016 as Whole-time Director.

Mr. Meghraj Arvindrao Gore is not related to any other Director of the Company.

By Order of the Board
For **Fortis Malar Hospitals Limited**

Date : July 25, 2017
Place : Chennai

Sd/-
Trapti Kushwaha
Company Secretary
ACS 34747

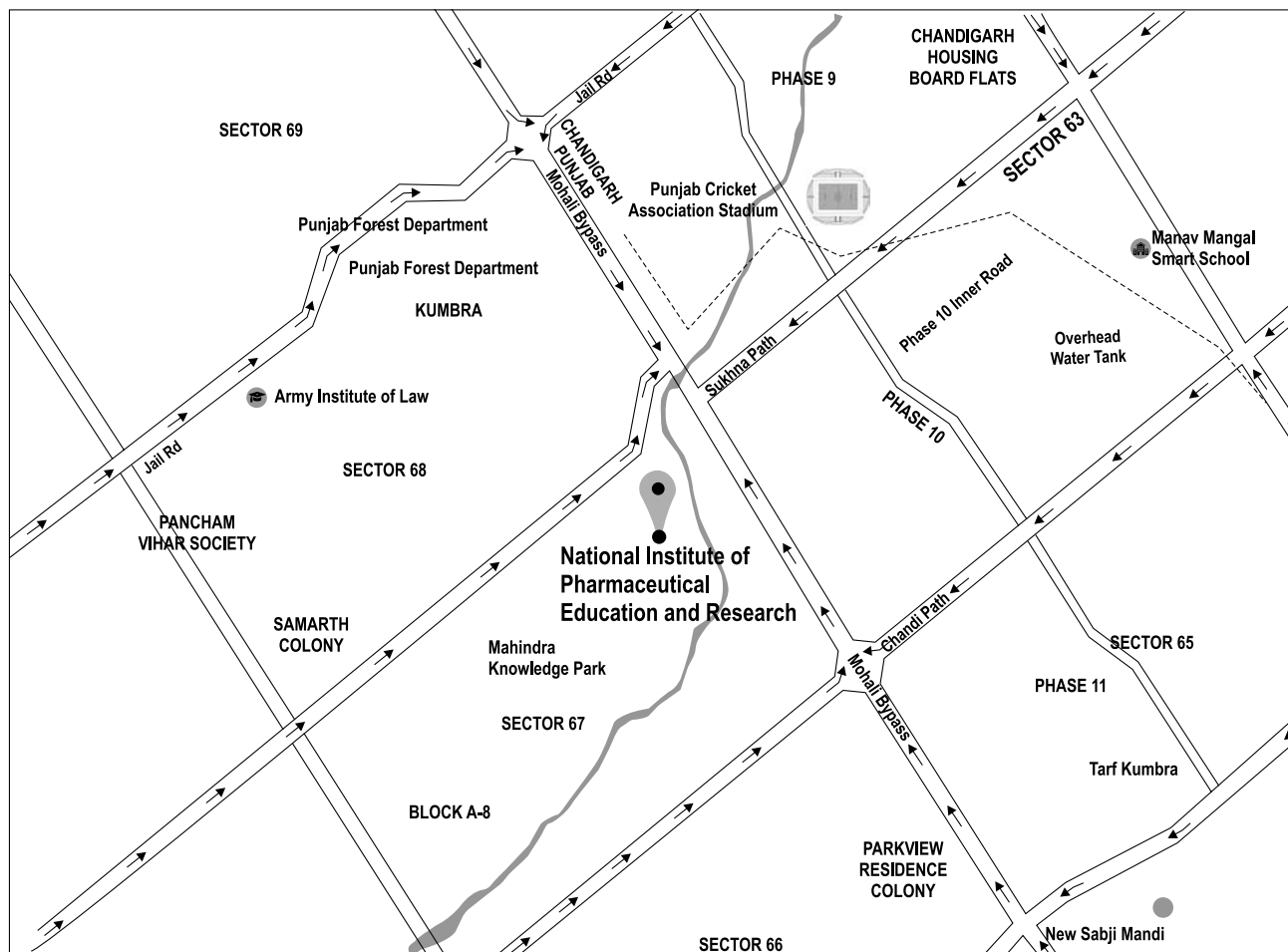
Location Map of venue for Twenty Sixth Annual General Meeting

Day : Tuesday

Date : September 26, 2017

Time : 10:30 Hours

Venue : National Institute of Pharmaceutical Education and Research Mohali,
Sector 67, SAS Nagar, Mohali, Punjab – 160062





FORTIS MALAR HOSPITALS LIMITED

CIN: L85110PB1989PLC045948
Registered Office: Fortis Hospital, Sector 62, Phase VIII, Mohali, Punjab - 160062
Ph.: +91-172-5096001, Fax: +91-172-5096002
Email: secretarial.malar@malarhospitals.in Website: www.fortismalar.com

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

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

- 1) _____ (name) of _____ (address) having e-mail id _____ or failing him
- 2) _____ (name) of _____ (address) having e-mail id _____ or failing him
- 3) _____ (name) of _____ (address) having e-mail id _____

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting on **Tuesday, September 26, 2017, at 10:30 a.m. at National Institute of Pharmaceutical Education and Research Mohali, Sector 67, SAS Nagar, Mohali, Punjab - 160062** and at any adjournment thereof in respect of such resolutions as are indicated below:

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

Resolutions	For	Against
1. Adoption of Annual Account for the year ended March 31, 2017		
2. Re-appointment of Dr. Nithya Ramamurthy (DIN – 00255343), who retires by rotation		
3. Ratification of Appointment of Statutory Auditors		
4. Regularization of appointment of Mr Rakesh Laddha (DIN: 06987522)		
5. Ratification and Confirmation of Remuneration of Cost Auditor		
6. Approval of Appointment and remuneration Mr. Meghraj Arvindrao Gore (DIN – 07505123) as Whole Time Director		

* Applicable for investors holding shares in electronic form.

Signed this..... day of.....2017

Signature of shareholder

Affix Re. 1/- Revenue Stamp

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

** This is only optional. Please put a 'v' 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.



FORTIS MALAR HOSPITALS LIMITED

CIN: L85110PB1989PLC045948
Registered Office: Fortis Hospital, Sector 62, Phase VIII, Mohali, Punjab - 160062
Ph.: +91-172-5096001, Fax: +91-172-5096002
Email: secretarial.malar@malarhospitals.in Website: www.fortismalar.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional slip at the venue of the meeting.

DP ID*	
Client ID*	

Folio No.	
No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER / PROXY _____

I/We hereby record my/our presence at the **26th Annual General Meeting** of the Company held on **Tuesday, September 26, 2017, at 10:30 a.m. at National Institute of Pharmaceutical Education and Research Mohali, Sector 67, SAS Nagar, Mohali, Punjab -160062.**

* Applicable for investors holding shares in electronic form.

Signature of Shareholder / proxy

Note:

- (1) 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.**
- (2) A Proxy need not be a member of the Company.**
- (3) A person can act as a 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.
- (4) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (5) 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.