

**ATTENDANCE SLIP**

**78<sup>th</sup> ANNUAL GENERAL MEETING**

I/We hereby record my/our presence at the 78<sup>th</sup> Annual General Meeting of the Company at "Ramakrishna Buildings" 2, Dr.P.V. Cherian Crescent, Egmore, Chennai-600 008 on Wednesday, the 7<sup>th</sup> August, 2019 @ 10.00 a.m.

Member's Folio/  
DP ID - Client ID No.

Member's/Proxy's Name  
in Block Letters

Member's/Proxy's  
Signature

**Voting through Electronic means**

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN

**Note :**

- Please complete the Folio/DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the ENTRANCE OF THE MEETING HALL.
- Electronic copy of the Annual Report for 2018-2019 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is available with the Company/Depository Participant unless any member has requested for a hard copy of the same.
- Physical copy of the Annual Report for 2018-19 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose e-mail is not available or have requested for a hard copy.

**PROXY FORM**

(Form No.MGT-11)

[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/shareholder (s):

Registered address:

E-mail Id:

Folio. No. / DP ID No. & Client ID No.:

I/We, being the holder (s) of ..... shares of the above named Company, hereby appoint

1. Name:..... 1. Name:..... 1. Name:.....

Address:..... Address:..... Address:.....

E-mail Id:..... E-mail Id:..... E-mail Id:.....

Signature:....., or failing him/her Signature:....., or failing him/her Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 78<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday the 7<sup>th</sup> August, 2019 at 10.00 a.m. at "Ramakrishna Buildings" 2, Dr P.V.Cherian Crescent, Egmore, Chennai-600008, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional	
		For	Against
	<b>Ordinary Business</b>		
1.	Ordinary Resolution to receive, consider and adopt the Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019 the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors thereon.		
2.	To declare dividend for the financial year ended 31 <sup>st</sup> March, 2019.		
3.	Ordinary Resolution for re-appointment of Dr. V.L. Dutt (DIN: 00143013) Executive Chairman of the company as Director liable to retire by rotation.		
4.	Ordinary Resolution for ratification of the remuneration of Cost Auditors appointed to conduct the audit of cost records maintained by the Company for the Financial Year 2019-2020.		
5.	Special Resolution for Re-appointment of Sri. V.H. Ramakrishnan (DIN: 00143948) as an Independent Director of the Company.		
6.	Special Resolution for Re-appointment of Sri. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company.		
7.	Special Resolution for Re-appointment of Sri. P.S. Kumar (DIN: 00267280) as an Independent Director of the Company.		
8.	Special Resolution for Re-appointment of Sri. M. Narasimhappa (DIN: 03319847) as an Independent Director of the Company.		
9.	Special Resolution for the approval of Remuneration of Dr. V.L. Dutt, Executive Chairman, Dr. V.L. Indra Dutt, Managing Director and Smt. V. Kavitha Dutt, Joint Managing Director, Promoters of the Company.		
10.	Ordinary Resolution for approval of Transactions with Related parties under Section 188 of the Companies Act, 2013.		

Signed this ..... day of ..... 2019

Signature of Shareholder

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.
- It is optional to put a "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 resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details of member(s) before submission.

Affix  
Revenue  
Stamp ₹.1/-