

**LINCOLN PHARMACEUTICALS LIMITED**

Regd. Office: "LINCOLN HOUSE", Behind Satyam Complex, Science City Road, Sola, Ahmedabad – 380060  
CIN: L24230GJ1995PLC024288; Ph: 079 6777-8000; Fax: +91-79-6777 8062 www.lincolnpharma.com;

**NOTICE**

**NOTICE** is hereby given that the 22<sup>nd</sup> Annual General Meeting of the members of **Lincoln Pharmaceuticals Limited** will be held on Friday, the 30<sup>th</sup> day of September, 2016 at 10.30 a.m. at the registered office of the Company at "LINCOLN HOUSE", Behind Satyam Complex, Science City Road, Sola, Ahmedabad-380060 to transact the following businesses:

**ORDINARY BUSINESSES:**

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements including Balance Sheet as on March 31, 2016, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Report of the Directors' and Auditors' thereon.
2. To declare dividend on Equity Shares for the financial year 2015-16.
3. To appoint a Director in place of Shri Kishor M. Shah (DIN:02769085), who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Shri Munjal M. Patel (DIN:02319308), who retires by rotation and being eligible offers himself for re-appointment.
5. To consider and if thought fit to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

**RESOLVED THAT** pursuant to the provisions of section 139, 142 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, M/s. J. T. Shah & Co., Chartered Accountants (Firm Reg. No. 109616W), Ahmedabad, be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be decided by Shri Mahendra G. Patel, Managing Director of the Company in consultation with the Statutory Auditors.

**SPECIAL BUSINESS:**

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:-**

**Ratification of Remuneration to the M/s. Kiran J. Mehta & Co., Cost Auditor for the F. Y. 2016-17:**

**RESOLVED THAT** pursuant to provisions of section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014, the consent of the members be and is hereby accorded to ratify the remuneration decided by the Board of Directors based on the recommendation of the Audit Committee of ₹ 1.35 Lac (Rupees One Lac Thirty Five Thousand Only) p.a. plus out of pocket expense to M/s. Kiran J. Mehta & Co., Cost Accountants (Firm Reg. No.: 000025), Ahmedabad appointed by the Board of Directors to conduct the audit of cost records relating to the products, manufactured by the Company for the Financial year 2016-17.

**Date : 11<sup>th</sup> August, 2016**

**Place : Ahmedabad**

**REGISTERED OFFICE:**

"LINCOLN HOUSE"

Behind Satyam Complex,  
Science City road, Sola,  
Ahmedabad – 380060

**BY ORDER OF THE BOARD  
FOR LINCOLN PHARMACEUTICALS LIMITED**

**Sd/-  
BHAVIK P. PARIKH  
COMPANY SECRETARY**

**Notes:**

1. The Statements, pursuant to provisions of Section 102 of the Companies Act, 2013 ["the Act"] and rules made there under, in respect of special business as set out in the Notice to be transacted at the 22<sup>nd</sup> Annual General Meeting (AGM) is annexed hereto.
2. The Register of Members and Share Transfer Books will remain closed from Tuesday, 27<sup>th</sup> September, 2016 to Friday, 30<sup>th</sup> September, 2016 [both days inclusive] for the purpose of 22<sup>nd</sup> Annual General Meeting and payment of dividend, if declared at meeting.
3. Only registered members of the Company or any proxy appointed by such registered member may attend the 22<sup>nd</sup> Annual General meeting as provided under the provisions of the Companies Act, 2013.
4. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in the electronic form are, therefore, requested to submit their PAN to their Depository Participant. Members holding shares in physical form shall submit their PAN details to the Company.
5. A Route Map showing the Directions to reach the venue of the 22<sup>nd</sup> Annual General Meeting is attached along with the notice as per the requirement of Secretarial Standards - 2 on General Meeting.
6. Shareholders holding Equity Shares shall have one vote per share as shown against their holding. The shareholders can vote for their entire voting rights as per their discretion.

7. Members are requested to vote only through electronic system or through poll/ballot at the 22<sup>nd</sup> Annual General Meeting and in no other form. In case the member casts his vote through both the process, the vote casted in electronic mode would prevail, and shall be considered final.

8. Members who hold shares in electronic form are requested to write their DP ID and Client ID and those who hold shares in physical form are requested to write their Regd. Folio number in the Attendance Slip for attending the 22<sup>nd</sup> Annual General meeting to facilitate identification of membership at the Annual General meeting.

**9. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than ten per cent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is annexed herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution/authority, as applicable.

10. Corporate members intending to send their authorized representatives to attend the meeting pursuant to section 113 of the Act are requested to send the Company a certified copy of Board Resolution/Authorization together with specimen signatures authorizing their representative to attend and vote on their behalf at the meeting.

11. Pursuant to the provisions of Section 205 of the Companies Act, 1956 the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account of the company, is required to be transferred to the Investor Education and Protection fund, set up by the Government of India and no payment shall be made in respect of any such claims by the Fund.

Unclaimed dividend amount in respect of final dividend declared for the Financial Year 2008-2009 will be transferred to Investor Education and Protection fund on or before prescribed due date. Members who have not yet encashed their dividend warrant(s) for the Financial Year 2008-2009 are requested to make their claims to the Company without any delay.

Members holding shares in demat form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service [NECS], Electronic Clearing Services [ECS] mandates, nominations, power of attorneys, change in address, change of name, email address, contact numbers, etc. to their Depository Participant [DP]. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agents to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to **Link Intime India Private Limited**, Registrar and Transfer Agents (RTA) of the Company at - Unit No. 303, 3<sup>rd</sup> Floor, Shoppers Plaza V, Opp. Municipal Market, Behind Shoppers Plaza II, Off C. G. Road, Ahmedabad - 380009. Ph. No.: +91-79-2646 5179, +91-79-3000 2684, Email ID: ahmedabad@linkintime.co.in.

12. Pursuant to Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on the General Meeting issued by the Institute of Company Secretaries of India, the details of Directors seeking Appointment/Re-appointment at the 22<sup>nd</sup> Annual General Meeting of the Company to be held on September 30, 2016 is furnished as annexure to this Notice.

13. Members/proxies are requested to bring the attendance slip send herewith duly filled in for attending the meeting and members are also requested to bring the copy of Annual Report, to the meeting.

**14. Members who have not registered their Email addresses so far are requested to register their Email address for receiving all communications including Annual Report, Circulars, etc. from the Company electronically.**

Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, and Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their Email address either with the Company or with the Depository.

Members may also note that the Notice of the Meeting and the Annual Report will also be available on the Company's website [www.lincolnpharma.com](http://www.lincolnpharma.com) for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection at any time between 10:00 a.m. to 1:00 p.m. on any working day except Saturday upto the date of the Annual General Meeting.

Members desiring to seek information on Annual Accounts to be explained at the meeting are requested to send their queries at least ten days before the date of the meeting so that the information can be made available at the meeting.

#### **Voting through electronic means:**

In compliance with provisions of section 108 of the Act and Rule 20 of The Companies [Management and Administration] Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility of 'remote e-voting' to exercise their right to vote at the 22<sup>nd</sup> Annual General Meeting (AGM). Necessary arrangements have been made by the Company with Central Depository Services (India) Limited [CDSL] to facilitate Remote E-voting. The detailed process, instructions and manner for availing e-Voting facility is as below under notes.

i. The Board of Directors has appointed Shri Umesh Parikh, Proprietor of M/s. Umesh Parikh & Associates, Practicing Company Secretary, (Membership No. 4152) as the Scrutinizer to scrutinize the remote e-voting process and voting process at AGM in a fair and transparent manner.



- ii. The Scrutinizer shall, immediately after the conclusion of poll at the meeting, would count the votes cast at the meeting and, there after unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not letter than 48 hours of the conclusion of the Annual General Meeting, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or any person authorised by him, who shall counter sign the same .
- iii. The voting results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.lincolnpharma.com](http://www.lincolnpharma.com) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited [BSE], NSE Limited [NSE] and Ahmedabad Stock Exchange Limited [ASE], where the equity shares of the Company are listed.
- iv. The facility for voting, through polling paper shall also be made available at the venue of the 22<sup>nd</sup> Annual General Meeting. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Poll Paper shall be treated as invalid. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
- v. A person, whose names is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remote e-voting and poll process at the venue of the meeting. Any person who has ceased to be the Member of the Company as on the cut-off date will not be entitled for remote e-voting or voting at the Annual General Meeting and should treat this Notice for information purpose only.
- vi. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for e-voting as provided in the Notice convening the Meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting your vote.
- vii. Shri Dushyant Nayak, In-charge Shares & Securities of the Company shall be responsible for addressing all the grievances in relation to 22<sup>nd</sup> Annual General Meeting including remote e voting related queries. His contact details are Email: [cs@lincolnpharma.com](mailto:cs@lincolnpharma.com), Ph no.: 079-67778000/81. Address: “LINCOLN HOUSE”, Behind Satyam Complex Science City Road, Sola, Ahmedabad 380060

**The instructions for shareholders voting electronically are as under:**

- 1) The remote e-voting period commences on Tuesday, 27<sup>th</sup> September, 2016 [10:00 a.m.] and ends on Thursday, 29<sup>th</sup> September, 2016 [5:00 p.m.]. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23<sup>rd</sup> September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- 2) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 3) Click on Shareholders.
- 4) Now Enter your User ID
  - a. For CDSL : 16 digits beneficiary ID,
  - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 5) Next enter the Image Verification as displayed and Click on Login.
- 6) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- 7) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend\Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (4).</li> </ul>

- 8) After entering these details appropriately, click on "SUBMIT" tab.
- 9) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 10) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 11) Click on the EVSN i.e. **160817005** for LINCOLN PHARMACEUTICALS LIMITED on which you choose to vote.
- 12) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 13) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 14) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- 15) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 16) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- 17) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 18) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- 19) Note for Non – Individual Shareholders and Custodians:
  - Non-Individual shareholders (i.e. other than Individuals, HUF and NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same or shall be emailed for the scrutinizer on [evoting@parikhDave.com](mailto:evoting@parikhDave.com).
- 20) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

**CONTACT DETAILS:**

<b>Company</b>	Lincoln Pharmaceuticals Limited
<b>Registrar and transfer agent</b>	Link Intime India Private Limited Unit No. 303, 3rd Floor, Shoppers Plaza V, Opp. Municipal Market, Behind Shoppers Plaza II, Off C. G. Road, Ahmedabad - 380009. Ph. No. : +91-79-2646 5179, +91-79-3000 2684 Email ID : <a href="mailto:ahmedabad@linkintime.co.in">ahmedabad@linkintime.co.in</a> .
<b>E-voting Agency</b>	Central Depository Services (India) Limited Email ID : <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
<b>Scrutinizer</b>	Shri Umesh G. Parikh, Practicing Company Secretary (Proprietor of M/s. Umesh Parikh & Associates) Email ID : <a href="mailto:evoting@parikhDave.com">evoting@parikhDave.com</a>

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**Item No: 6**

The Board of Directors on the recommendation of the Audit Committee, has appointed M/s. Kiran J. Mehta & Co., Cost Accountants (Firm Reg. No.: 000025), Ahmedabad to conduct the audit of cost records relating to the products, manufactured by the Company for the Financial year ending on 31<sup>st</sup> March, 2017.

As per the provisions of section 148[3] of the Act read with Rule 14 of The Companies [Audit and Auditors] Rules, 2014, the remuneration fixed by the Board of Directors is to be ratified by the Members of the Company.

Accordingly, consent of the Members of the Company is sought for passing the Resolution for ratification of remuneration payable to the Cost Auditors for the financial year ending on 31<sup>st</sup> March, 2017.

Your Directors recommend passing of the proposed resolution.

None of the Directors or Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

**Date : 11<sup>th</sup> August, 2016**

**Place : Ahmedabad**

**REGISTERED OFFICE:**

“LINCOLN HOUSE”

Behind Satyam Complex,

Science City road, Sola,

Ahmedabad – 380060

**BY ORDER OF THE BOARD  
FOR LINCOLN PHARMACEUTICALS LIMITED**

Sd/-  
**BHAVIK P. PARIKH**  
COMPANY SECRETARY

**ANNEXURE TO NOTICE  
INFORMATION TO SHAREHOLDERS**

**(In Pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting as issued by the Institute of Company Secretaries of India**

**Details of the directors seeking Re-appointment in the forthcoming Annual General Meeting**

Name of Directors	Shri Kishor M. Shah	Shri Munjal M. Patel
<b>DIN</b>	02769085	02319308
<b>Date of Birth</b>	04/03/1944	26/06/1982
<b>Date of Appointment on the Board</b>	16/08/1995	14/11/2014
<b>Qualifications</b>	Matriculates	M.B.A-Finance and PGDIFA
<b>Remuneration last drawn (2015-16)</b>	NIL	₹ 12.64 Lac p.a.
<b>Nature of expertise in specific functional areas</b>	Management, Administration & International Market	Management, Export & Finance
<b>Relationship with other Directors, Manager and other Key Managerial Personnel</b>	None	Shri Munjal M. Patel is son of Shri Mahendrabhai G. Patel.
<b>Directorship held in other Listed Companies</b>	None	None
<b>Chairmanship/Membership of Committee in other Companies, if any</b>	None	None
<b>No. of Shares held in the Company as on 31<sup>st</sup> March, 2016</b>	4,78,400	4,28,000

**LINCOLN PHARMACEUTICALS LIMITED**

[CIN:L24230GJ1995PLC024288]

Regd. Office: "LINCOLN HOUSE", Behind Satyam Complex,  
Science city Road, Sola, Ahmedabad – 380 060.

Phone: 079-67778000 Fax: 079-67778062 • Email: info@lincolnpharma.com • website: www.lincolnpharma.com

**ATTENDANCE SLIP**

I /We hereby record my / our presence at the 22<sup>nd</sup> Annual General Meeting of the Company to be held at: "LINCOLN HOUSE", Behind Satyam Complex, Science City Road, Sola, Ahmedabad – 380060 on Friday the 30<sup>th</sup> September, 2016 at 10.30 a.m.

Full name of the Member : \_\_\_\_\_  
 Folio No : \_\_\_\_\_ \* DP ID No. \_\_\_\_\_ \*Client ID NO. \_\_\_\_\_  
 No. of shares held : \_\_\_\_\_  
 Full name of the Proxy : \_\_\_\_\_  
 Member's /Proxy's Signature : \_\_\_\_\_

**Note:**

1. Please complete the Folio / DP ID-Client No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
2. Electronic copy of the Annual Report for 2015-16 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form are being sent to all the Members whose email address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for 2015-16 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode (s) to all Members whose email address is not registered or have requested for a hard copy.



**LINCOLN PHARMACEUTICALS LIMITED**

[CIN:L24230GJ1995PLC024288]

Regd. Office: "LINCOLN HOUSE", Behind Satyam Complex,  
Science city Road, Sola, Ahmedabad – 380 060.

Phone: 079-67778000 Fax: 079-67778062 • Email: info@lincolnpharma.com • website: www.lincolnpharma.com



**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) Rule 2014)

Name of the Member (s)	: _____
Registered Address	: _____
E-mail Id	: _____
Folio / DP ID Client ID No.	: _____

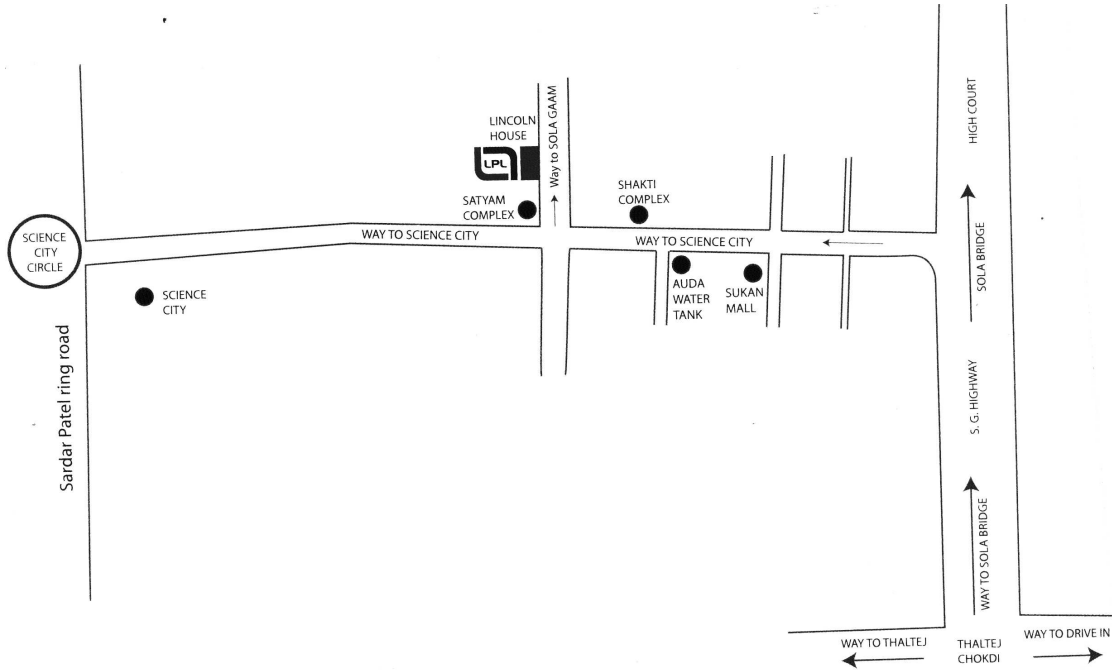
I /We being the member (s) holding \_\_\_\_\_ Shares of the above named Company hereby appoint:

- (1) Name : \_\_\_\_\_ Address : \_\_\_\_\_  
 Email ID : \_\_\_\_\_ Signature : \_\_\_\_\_ or failing him / her:
- (2) Name : \_\_\_\_\_ Address : \_\_\_\_\_  
 Email ID : \_\_\_\_\_ Signature : \_\_\_\_\_ or failing him / her:
- (3) Name : \_\_\_\_\_ Address : \_\_\_\_\_  
 Email ID : \_\_\_\_\_ Signature : \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22<sup>nd</sup> Annual General Meeting of the Company, to be held on Friday, 30<sup>th</sup> September, 2016 at "LINCOLN HOUSE", Behind Satyam Complex, Science City Road, Sola, Ahmedabad – 380 060 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:

**ROUTE MAP OF AGM VENUE**



Resolution No.	Particulars of Resolutions	Optional	
		For	Against
	<b>ORDINARY BUSINESSES</b>		
1.	To consider and adopt the Audited Standalone and Consolidate Financial Statements of the Company for the year ended on March 31, 2016 and Director's Report and Auditor's Report thereon.		
2.	Declaration of Dividend on equity shares.		
3.	Re-appointment of Shri Kishor M. Shah, Director who retires by rotation.		
4.	Re-appointment of Shri Munjal M. Shah, Whole-Time Director who retires by rotation.		
5.	Appointment of Statutory Auditors and fixing their remuneration.		
	<b>SPECIAL BUSINESS</b>		
6.	Ratification of remuneration payable to the Cost Auditors.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

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

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

Affix  
Revenue  
Stamp

**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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
3. \*\*It is optional to 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 Resolutions, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
4. Appointing the proxy does not prevent a shareholder from attending the meeting in person if he so wishes.
5. Please complete all details including details of member (s) in the above box before submission.