



## Nicco Parks & Resorts Limited

CIN: L92419WB1989PLCo46487,

Registered office: 'Jheel Meel', Sector IV, Salt Lake City, Kolkata – 700 106

Tel: (033) 66285549 / 5509, Fax: (033) 23572116, Website: www.niccoparks.com, E-mail: niccopark@niccoparks.com

### Notice of the 29th Annual General Meeting to the Members

NOTICE is hereby given that the 29th Annual General Meeting of the Members of NICCO PARKS & RESORTS LIMITED will be held on Friday the 28th day of September, 2018 at 11:00 A.M at "Williamson Magor Hall" of The Bengal Chamber of Commerce & Industry, 6, Netaji Subhas Road, Kolkata-700001 to transact the following businesses :-

#### Ordinary Business

1. To receive, consider and adopt:

- The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2018, together with the Auditors Report and Directors' Report thereon.
- The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2018, together with the Auditors Report thereon.

- To confirm the payment of Interim Dividend @ 15% per Equity Share (0.15 paise on an Equity share of par value of ₹ 1 each) already paid during the year as the Final Dividend for the financial year 2017-18.
- To appoint a Director in place of Ms. Pallavi Priyadarshini Kaul (DIN: 00065449), who retires by rotation, and being eligible offers herself for re-appointment.

Registered Office:

'Jheel Meel'  
Sector IV, Salt Lake City  
Kolkata – 700 106

Date: 09.08.2018

By Order of the Board

NICCO PARKS & RESORTS LIMITED

S/d

Rahul Mitra  
Company Secretary & Vice President

ACS 20714

#### NOTES:

- A Member entitled to attend and vote at the Meeting is also entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of total share capital of the Company. 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 member.
- The instrument appointing Proxies in order to be effective must be lodged with the Company's Registered Office at least 48 hours before the commencement of the Meeting. The holder of proxy shall prove his identity at the time of attending the Meeting.
- Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution to the company prior to the commencement of e-voting in the following e-mail addresses :- a) rahul@niccoparks.com or b) pvs17@rediffmail.com or c) evoting@nsdl.co.in
- The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away vide notification dated 7th May, 2018 issued by the Ministry of

Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 10th August, 2016

- The Register of Members and Share Transfer Books of the Company will remain closed from the 21st day of September, 2018 to the 28th day of September, 2018 (both days inclusive).
- The register of directors and Key Managerial Person (KMP) and their shareholding, maintained u/s 170 of the Companies Act, 2013 ("the Act") and the register of contracts or arrangements in which the directors are interested, maintained u/s 189 of the Act will be available for inspection by members at the AGM.
- Members are requested to bring their copies of the Annual Report and the Accounts to the Meeting. Members desirous of getting any information on the Accounts or operations of the Company, are requested to forward their queries to the Company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
- Members are requested to quote the ledger folio/account numbers in all communications with the Company and in case of shares held in dematerialized form they are

requested to quote DP ID and Client ID numbers.

9. Members/Proxies should bring the Attendance Slip duly filled in for attending the Meeting.
10. Members whose shareholding is in the electronic mode are requested to direct change of address notifications and updates of savings bank account details to their respective Depository Participant(s).
11. Members are requested to address all correspondence, including dividend matters to our Registrar and Transfer Agent, R & D Infotech Pvt. Ltd., 1stFloor, 7A Beltala Road, Kolkata - 700 026.
12. i. Members are requested to note that pursuant to Section 205A of the Companies Act, 1956 all unclaimed / unpaid dividends upto the financial year ended 31.03.1995 have been transferred to the General Revenue Account of the Central Government. Shareholders, who have not yet encashed their dividend warrant(s) for the said period are requested to forward their claims to the Registrar of Companies, West Bengal, 'Nizam Palace', II M.S.O. Building, 234/3A, A.J.C. Bose Road, Kolkata – 700 020, by submitting an application in the prescribed form.
- ii. Pursuant to Section 205A of the Companies Act, 1956 & Section 124 of the Companies Act, 2013, the amount of dividend for the subsequent years remaining unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company shall be transferred to the Investor Education and Protection Fund set up by the Central Government.
- iii. The unpaid/unclaimed dividends due for transfer to the Investor Education and Protection Fund (IEPF) set up by the Central Government are as follows:

Date of Declaration	Financial Year	Date of Transfer to Unpaid Dividend Account	Due Date for Transfer to IEPF
25.07.2011	2010-11	31.08.2011	31.08.2018
27.07.2012	2011-12	02.09.2012	02.09.2019
06.08.2013	2012-13	12.09.2013	12.09.2020
12.08.2014	2013-14	18.09.2014	18.09.2021
01.08.2015	2014-15	07.09.2015	07.09.2022
06.02.2016 (Interim Dividend)	2015-16	14.03.2016	14.03.2023
10.08.2016	2015-16	16.09.2016	16.09.2023
11.02.2017 (Interim Dividend)	2016-17	20.03.2017	20.03.2024
07.08.2017 (Final Dividend)	2016-17	13.09.2017	13.09.2024
09.02.2018 (Interim Dividend)	2017-18	18.03.2018	18.03.2025

- iv. Members who have not encashed their dividend warrant(s) for the above stated financial years are requested to make their claims to the Company accordingly and no claims shall lie with the company in this respect once the unclaimed dividend is transferred to the Investor Education and Protection Fund.
- v. Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016 (the "IEPF Rules") as amended, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall have to be transferred by the Company to the designated Demat account of the IEPF Authority ('IEPF Account') within a period of thirty days of such shares becoming due to be transferred to the IEPF Account. Consequently, the Company has transferred equity shares relating to Financial Years 2008-09 and 2009-10, and letters have been sent to all the Shareholders whose shares are about to be transferred relating to F.Y. 2010-11. Details of shares/shareholders in respect of which dividend has not been claimed, are provided on our website and enlisted under the heading IEPF at link <https://niccoparks.com/corporates/> the shareholders are therefore encouraged to verify their records and claim their dividends of all the earlier seven years, if not claimed.
- vi. Members are also informed that once the unclaimed / unpaid dividend is transferred to the designated account of IEPF and shares are transferred to the Demat Account of the IEPF Authority, no claim shall lie against the Company in respect of such dividend / shares. The eligible Members are entitled to claim such unclaimed / unpaid dividend and shares including benefits, if any, accruing on such shares from the IEPF Authority by making an application in prescribed Form IEPF-5 online and sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents at the Registered Office of the Company for verification of their claim. Relevant details and the specified procedure to claim refund of dividend amount / shares can be accessed through the link: <http://www.iepf.gov.in/IEPFA/refund.html>
13. Pursuant to the provisions of Section 72 of the Companies Act, 2013 and Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, Members are informed that they may nominate at any time, in the prescribed manner, a person to whom their shares in the Company shall vest in the unfortunate event of their death. Members holding shares in physical mode should file their nomination with the Company or with M/s. R & D Infotech Pvt. Limited, the Registrar and Share Transfer Agent (RTA) of the Company, at their address given in the Annual Report, whilst those Members holding shares in demat / electronic mode should file their nomination with their Depository Participants (DPs).

14. Ms. Pallavi Priyadarshini Kaul is interested in the Ordinary Resolution set out at Item No. 3 of the Notice with regard to her re-appointment. Mr. Rajive Kaul, Non-Independent, Non-Executive Director, being related to Ms. Pallavi Priyadarshini Kaul may be deemed to be interested in the resolution set out at Item No. 3 of the Notice. Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item nos. 1 to 3 of the Notice.
15. Additional particulars of Director retiring by rotation and eligible for re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the directions issued by the Secretarial Standard on General Meetings (SS-2) are enclosed in **Annexure – A**.
16. The Securities and Exchange Board of India (SEBI) vide its circular dated April 20, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account details for all Members holding shares in physical form. Therefore, the Members are requested to submit their PAN and Bank Account details to the Company at the Registered Office or to M/s. R & D Infotech Pvt. Limited, the Registrar and Share Transfer Agent (RTA) of the Company. In this regard, the Members are requested to submit a duly signed letter along with self-attested copy of PAN Card(s) of all the registered Members (including joint holders). Members are also requested to submit original cancelled cheque bearing the name of the sole / first holder. In case of inability to provide the original cancelled cheque, a copy of Bank Passbook / Statement of the sole / first holder duly attested by the Bank, not being a date earlier than one month may be provided. Members holding shares in demat form are requested to submit the aforesaid documents to their respective Depository Participant (s).
17. The Notice of the 29th AGM and instruction for e-voting, along with the Attendance Slip and Proxy form are being sent in hard copy to the members of the Company who have not registered their email addresses with the Company/Registrar or Depository Participant(s) and by electronic mode to those members whose email addresses are registered with the Company/ Depository Participant(s) for Communication purpose.
18. Electronic copy of the Annual Report for the year 2017-18 is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) 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 copies of the Annual report for the year 2017-18 is being sent in the permitted mode.
19. The Notice of 29th Annual General Meeting, Standalone & Consolidated Audited financial statements, Directors' report, Auditors' report, etc. will also be displayed on the website of the Company [www.niccoparks.com](http://www.niccoparks.com). Members holding shares in electronic mode are requested to ensure to keep their email addresses updated with the Depository Participants. Members who have not registered their email id with their Depository Participants are requested to do so and support the green initiative. Members holding shares in physical mode are also requested to update their email addresses by writing to the Registrar and Transfer Agent of the Company – R&D Infotech Pvt. Ltd., 1st Floor, 7A, Beltala Road, Kolkata – 700 026, quoting their folio number(s).
20. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the AGM.
21. SEBI has vide circular No. : SEBI/LAD/NRO/GN/2018, dated 8th June 2018 mandated, that securities of listed companies can be transferred only in dematerialized form from the 5th day of December, 2018. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.
22. As required under SS-2 issued by ICSI, a route map, including a prominent landmark, showing directions to reach the AGM venue is annexed to this Annual Report and forms part of this Notice.
23. **VOTING THROUGH ELECTRONIC MEANS**
- Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the revised Secretarial Standard on General Meetings (SS- 2 issued by The Institute of Company Secretaries of India), the Company is pleased to provide its members the facility to exercise their right to vote on resolutions proposed to be considered at the 29th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- I. a. The facility for voting through "Ballot Paper" or "Polling Paper" shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting and whose names are recorded in the Register of members of the Company or in the register of beneficial owners maintained by the Depositories as on the cut-off date i.e, 21st September, 2018 shall be able to exercise their right at the meeting through ballot paper or polling paper. The members who have cast their vote by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again.
- b. The Chairman shall, at the AGM at the end of

discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” or “Polling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

II. The remote e-voting period commences on Tuesday, the 25th day of September, 2018 from 9:00 am and ends on Thursday, the 27th day of September, 2018 at 5:00pm. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

III. The process and manner for remote e-voting are as under:

**How do I vote electronically using NSDL e-voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com>

Step 2 : Cast your vote electronically on NSDL e-Voting system

**Details as on Step 1 are mentioned below :-**

1. Open the web browser by typing the URL: <https://www.evoting.nsdl.com> either on a Personal Computer or on a Mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open and enter your User ID, Password and also a verification code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is I2***** then your user ID is IN300***I2*****.

b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is I2***** then your user ID is I2*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. niccoparks.pdf file. Open the niccoparks.pdf file. The password to open the niccoparks.pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The niccoparks.pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, your ‘initial password’ is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
- a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**Details on Step 2 are given below:**

How to cast your vote electronically on NSDL e-Voting system?

1. Click on remote e-voting: “Active Voting Cycles” & you can see “EVEN” of all companies in which you are holding shares.
2. Select “EVEN” of Nicco Parks & Resorts Limited.
3. Now you are ready for remote e-voting as “Cast Vote” page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify / modify the number of shares for which you wish to cast your vote and thereafter click on icon “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you have confirmed after voting on the Resolution, you will not be allowed to modify your vote.

**General Guideline for Shareholders**

- a. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to vote, to the e-mail id - rahul@niccoparks.com, pvsm17@rediffmail.com with a copy marked to evoting@nsdl.co.in
  - b. It is strongly recommended not to share your Password with any other person and you must take utmost care to keep your Password confidential. Login to e-voting website will be disabled upon five unsuccessful login attempts with incorrect details. In such an event, you will require to reset the Password by clicking on the icon “Forgot User Details / Password” or “Physical User Reset Password” available on www.evoting.nsdl.com
- IV. In case of any query, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

V. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to vote, to the e-mail id - rahul@niccoparks.com, pvsm17@rediffmail.com with a copy marked to evoting@nsdl.co.in

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 the cut-off date i.e., 21st September, 2018 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or investors@rdinfotech.in or rahul@niccoparks.com

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

VII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 21st September, 2018 shall only be entitled to avail the facility of remote e-voting or voting at the AGM through “Ballot Paper” or “Polling Paper”, as may be decided by the Company.

VIII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 21st September, 2018. E-voting rights cannot be used by proxy although corporate / institutional users are used to vote through their authorized representatives with the proof of their authorization.

IX. The Company has appointed Mr. P. V. Subramanian (C.P No. : 2077 & ACS: 4585), Practicing Company Secretary, as the Scrutinizer for conducting the entire polling process (including remote e-voting) in a fair and transparent manner.

X. The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results are also to be forwarded to the Stock exchanges, where the shares of the Company are listed, within 48 hours of the conclusion of the AGM, in the prescribed format.

XI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.niccoparks.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.

**Annexure – A**

Details of Director seeking appointment/re-appointment at the ensuing 29th Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

<b>Name of Director</b>	Ms. Pallavi Priyadarshini Kaul
<b>DIN</b>	00065449
<b>Date of Birth</b>	11.09.1975
<b>Date of Appointment:</b>	23.07.2004
<b>Expertise in specific functional areas:</b>	Management & Marketing
<b>Qualifications</b>	BA (Hons) in Economics, Diploma in Finance & Accounting (LSE)
<b>List of other Companies in which Directorships held:</b>	1. Nicco Corporation Ltd.-(In liquidation) 2. Nicco Financial Services Ltd. 3. Nicco Ventures Ltd. 4. Genemore Tracom Pvt. Ltd 5. Propel Properties Pvt. Ltd..

	6. Nicco Parks Leisure Projects Pvt. Ltd. 7. Parasi Consultants Pvt. Ltd. 8. Sky Compusoft Com Pvt. Ltd. 9. Beta Commerical Pvt. Ltd. 10. Sunflag Commercial Pvt. Ltd.
<b>Memberships / Chairmanships of Committees of Directors of the Company</b>	1. Corporate Social Responsibility Committee
<b>M e m b e r s h i p s / Chairmanships of Committees of Directors of other Companies</b>	Nil
<b>Shareholding of Non-Executive Directors</b>	6010
<b>Disclosure of relationship between directors inter-se</b>	Daughter of Mr. Rajive Kaul

Registered Office: By Order of the Board  
NICCO PARKS & RESORTS LIMITED

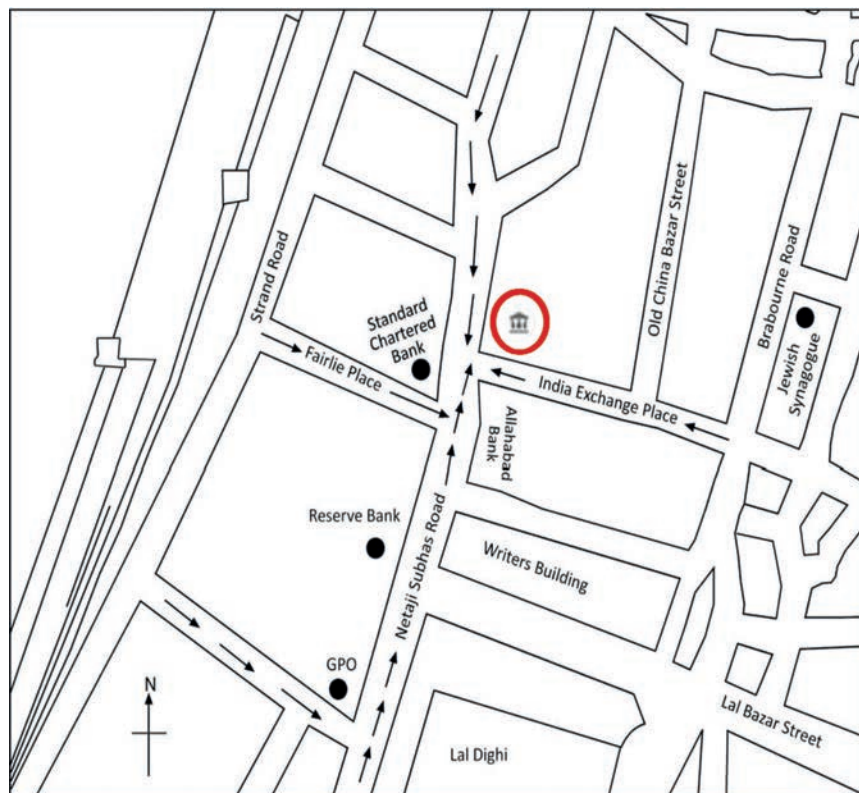
'Jheel Meel'  
Sector IV, Salt Lake City  
Kolkata – 700 106

Rahul Mitra  
Company Secretary & Vice President

Date: 09.08.2018

ACS 20714

**Route Map to the AGM Venue**



 Williamson Magor Hall,  
The Bengal Chamber of Commerce and Industry,  
6 Netaji Subhas Road  
Kolkata 700 001



# NICCO PARKS & RESORTS LIMITED

CIN: L92419WB1989PLC046487

Regd. Office: 'Jheel Meel', Sector-IV, Salt Lake City, Kolkata – 700106

Ph.: (033) 6628 5509/6628 5549, Fax: (033) 2357 2116

E-mail: niccopark@niccoparks.com, Website: www.niccoparks.com

Form No. MGT-II

## 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/ Client Id: ..... DP ID: .....

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

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

.....E-mail Id: .....Signature:....., or failing him

2. Name:..... Address:.....

.....E-mail Id: .....Signature:....., or failing him

3. Name:..... Address:.....

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company, to be held on Friday, September 28, 2018 at 11.00 a.m at 'Williamson Magor Hall', The Bengal Chamber of Commerce & Industry, 6, Netaji Subhas Road, Kolkata – 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Ordinary Business	For	Against
1.	a. Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Auditors' Report and Directors' Report thereon.		
	b. Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Auditors' Report thereon.		
2.	Confirmation of the payment of Interim Dividend @ 15% per Equity Share already paid during the year as the Final Dividend for the financial year 2017-18.		
3.	Appointment of a Director in place of Ms. Pallavi P. Kaul (DIN: 00065449), who retires by rotation and being eligible offers herself for reappointment.		

Signed this ..... day of ..... 2018.

Affix  
Revenue  
Stamp of  
Re. I

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.
- A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, 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 Member.
- This is optional. Please 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.

