



Himadri Speciality Chemical Ltd

(Formerly known as Himadri Chemicals & Industries Limited)

CIN: L27106WB1987PLC042756

Regd. Office: 23A, Netaji Subhas Road, 8th Floor, Suite No. 15, Kolkata – 700 001

e-mail: investors@himadri.com, Website: www.himadri.com, Ph: 033 22309953

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]

PROXY FORM

Annual General Meeting – 24 September 2016

Name and address of the member(s) :			
Folio No./ DP-ID/ CL- ID:		No of Shares held	
E-mail-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/her

2. Name:.....
 Address:.....
 E-mail Id: Signature:

or failing him/her

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 Annual General Meeting of the Company, to be held at Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata – 700 017 on Saturday, 24 September 2016 at 10:00 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:-



Resolution No.	Description of Resolutions		
Ordinary Business		Favor	Against
1	To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31 March 2016 together with the report of the Board of Directors and Auditors thereon.		
2	To declare dividend.		
3	To appoint a Director in place of Mr. Shyam Sundar Choudhary (DIN: 00173732), who retires by rotation and being eligible offers himself for re-appointment.		
4	To appoint a Director in place of Mr. Vijay Kumar Choudhary (DIN: 00173858), who retires by rotation and being eligible offers himself for re-appointment.		
5	To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, the following as an Ordinary Resolution :- "RESOLVED THAT pursuant to the provisions Section 139, 140, 141, 142 and all other applicable provisions if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modifications(s) or re-enactment thereof, for the time being in force) M/s B S R & Co. LLP , Chartered Accountants (Firm Registration No. 101248W/ W-100022) be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as agreed upon by the Board of Directors and the Auditors, in addition to, service tax as may be applicable and out of pocket expenses incurred in connection with the audit of financial statements of the Company for the financial year ending 31 March 2017."		
Special Business			
6	Ordinary Resolution for ratification of payment of remuneration to Mr. Sambhu Banerjee as Cost Auditor for FY 2016-17.		
7	Ordinary Resolution for delegation of authority to the Board of Directors for making contributions to bona fide and Charitable funds.		
8	Special Resolution for approval of Himadri Employee Stock Option Plan 2016 and Grant of Employee Stock Options to the employees of the Company thereunder.		
9	Special Resolution for approval of Grant of Employee Stock Options to the employees of Subsidiary Companies of the Company under Himadri Employee Stock Option Plan 2016.		

Signed thisday of 2016

Signature of Shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

Notes:

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 person can act as proxy on behalf of Member upto and not exceeding fifty and holding in 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.