



HIMADRI CHEMICALS & INDUSTRIES LIMITED

CIN: L27106WB1987PLC042756

23A, Netaji Subhas Road, 8th Floor, Kolkata- 700 001

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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

27th Annual General Meeting – 22 September 2015 (at 10.00 am)

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

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 27th Annual General Meeting of the Company, to be held on 22 September 2015 at 10.00 a.m. at "Kala Kunj Hall" 48, Shakespeare Sarani, Kolkata - 700017 and at any adjournment thereof in respect of such resolutions as are indicated below:-

Resolution No.	Description of Resolutions
Ordinary Business	
1	As an Ordinary Resolution- to receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31 March 2015 together with the report of the Board of Directors and Auditors thereon.
2	As an Ordinary Resolution -to appoint a Director in place of Mr. Pavninder Singh, who retires by rotation and being eligible, offers himself for re-appointment.
3	As an Ordinary Resolution -to appoint a Director in place of Mr. Bankey Lal Choudhary, who retires by rotation and being eligible, offers himself for re-appointment.
4	As an Ordinary Resolution- to appoint M/s. S. Jaykishan, Chartered Accountants, M/s B S R & Co. LLP, Chartered Accountants as Joint Statutory Auditors of the Company, and fix their remuneration. RESOLVED that M/s S. Jaykishan , Chartered Accountants (Firm Registration No. 309005E), M/s B S R & Co. LLP , Chartered Accountants (Firm Registration No. 101248W/ W-100022) be and are hereby re-appointed as Joint 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 accounts of the Company for the financial year ending 31 March 2016.
Special Business	
5	Special Resolution for appointment of Mr. Bankey Lal Choudhary as Managing Director.
6	Special Resolution for appointment of Mr. Shyam Sundar Choudhary as Whole time Director.
7	Ordinary Resolution for approval of payment of remuneration to Mr. Sambhu Banerjee as Cost Auditors for FY 2015-16.

Signed this.....day of.....2015

Affix
Revenue
Stamp

.....
Signature of Shareholder

.....
Signature of Proxy holder(s)

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.