



## HIMADRI CHEMICALS & INDUSTRIES LIMITED

CIN: L27106WB1987PLC042756

Registered office: "Ruby House" 2nd Floor, 8, India Exchange Place, Kolkata - 700 001

Form No. MGT-11

### 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: \_\_\_\_\_ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, to be held on the 24th day of September, 2014 at 10.00 a.m. at "Kala Kunj Hall", 48, Shakespeare Sarani, Kolkata - 700 017 and at any adjournment thereof in respect of such resolutions as are indicated below:-

Resolution No.	Resolution
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31 March 2014
2	Ordinary Resolution to declare dividend for the year ended 31 March 2014
3	Ordinary Resolution to appoint a Director in place of Mr. Shyam Sundar Choudhary, who retires by rotation and being eligible, offers himself for re-appointment
4	Ordinary Resolution to appoint a Director in place of Mr. Vijay Kumar Choudhary, who retires by rotation and being eligible, offers himself for re-appointment
5	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
6	Ordinary Resolution for appointment of Mr. Santimoy Dey as Independent Director of the Company
7	Ordinary Resolution for appointment of Mr. Chandra Shekhar Sarada as Independent Director of the Company
8	Ordinary Resolution for appointment of Mr. Hanuman Mal Choraria as Independent Director of the Company
9	Ordinary Resolution for appointment of Mr. Sakti Kumar Banerjee as Independent Director of the Company
10	Ordinary Resolution for appointment of Mr. Krishnava Satyaki Dutt as Independent Director of the Company
11	Ordinary Resolution for appointment of Mr. Hardip Singh Mann as Independent Director of the Company
12	Special Resolution for payment of Remuneration to Mr. Anurag Choudhary, CEO of the Company
13	Special Resolution for payment of Remuneration to Mr. Tushar Choudhary, President - Operations of the Company
14	Special Resolution for payment of Remuneration to Mr. Amit Choudhary, President - Projects of the Company
15	Special Resolution for consent u/s 180(1)(a) of Companies Act, 2013 - Creation of Charge
16	Special Resolution for consent u/s 180(1)(c) of Companies Act, 2013 - Borrowing Power
17	Special Resolution for Alteration of Articles of Association of the Company
18	Ordinary Resolution for payment of remuneration to Cost Auditors
19	Special Resolution for entering into the contracts with Related Parties

Signed this .....day of ..... 2014

Affix a  
Revenue  
Stamp  
of ₹ 1/-

.....  
Signature of Shareholder

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

**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. A person can act as proxy on behalf of Member 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.