

**FORM OF PROXY**

**30<sup>th</sup> Annual General Meeting, 26<sup>th</sup> September, 2014**

[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 the Company holding shares, hereby appoint;

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

or failing him

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

or failing him

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, the 26<sup>th</sup> Day of September, 2014 at 11.00 A.M. at the Balley Balley Banquet, I-1, Kailash Park, Opp. Kirti Nagar Bus Stand, New Delhi- 110015, to transact the following business:

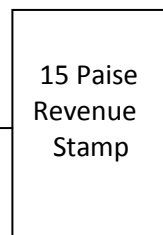
Resol ution No.	Resolution(s)	Vote (Optional see Note 2)	
		For	Against
<b>ORDINARY BUSINESS</b>			
1.	Receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March 2014 and the Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditor's thereon.		

2.	Appoint a Director in place of Sh. Rajneesh Bansal, who retires by rotation and being eligible, offers himself for reappointment		
3.	Appoint a Director in place of Smt. Sarita Rani Bansal, who retires by rotation and being eligible, offers herself for reappointment.		
4.	Appointment of Auditors		
<b>SPECIAL BUSINESS</b>			
5.	For keeping the Register & Index of Members of the Company at Corporate Office of the Company		
6.	Appointment of Mr. Ajay Kumar Arora as an Independent Director not liable to retire by rotation to hold office for 5 (Five ) consecutive years for the term upto the Annual General Meeting for the Financial Year 2018-19		
7.	Appointment of Mr. Tarsem Garg as an Independent Director not liable to retire by rotation to hold office for 5 (Five ) consecutive years for the term upto the Annual General Meeting for the Financial Year 2018-19		
8.	Appointment of Mr. Surinder Singh Bedi as Whole Time Director, liable to retire by rotation to hold office for 5 (Five) consecutive years for a term upto the Annual General Meeting for the Financial Year 2018-19 on a remuneration of Rs. 9,20,000/- (Rupees Nine Lacs Twenty Thousand Only) per Annum w.e.f. 04-08-2014.		
9.	Appointment of Mr. Vigyan Arora as Independent Director, not liable to retire by rotation to hold office for 5 (Five) consecutive years for a term upto the Annual General Meeting for the Financial Year 2018-19		
10.	Appointment of Mr. Dilbag Singh Sidhu as an Independent Director, not liable to retire by rotation to hold office for 5 (Five) consecutive years for a term upto the Annual General Meeting for the Financial Year 2018-19		
11.	Re-appointment of Mr. Sat Paul Bansal as Chairman Cum Managing Director for a period of 5 years commencing from 01-04-2014 and ending with 31-03-2019		
12.	Payment of revised remuneration of Mr. Rajneesh Bansal, Executive Director of the Company		
13.	Appointment of Mrs. Sarita Rani Bansal as Whole Time Director of the company for a period of 5 years commencing from 01-04-2014 and ending		

	with 31-03-2019 on a remuneration of Rs. 2,00,000/- (Rupees Two Lacs Only) per month w.e.f. 01-04-2014		
14.	Approval of Loan Scheme for the Managing & Whole Time Directors of the Company		
15.	Approval to the alterations made in Articles of Association of the Company		
16.	Approval to Board of Directors to hypothecate, mortgage, create lien and /or other encumbrances in addition to the mortgages/charges etc. already created/to be created by the Company in such form and manner and with such ranking and at such time and on such terms as they deem fit, on all or any of the moveable and or immoveable properties of the Company both present and future and/or on the whole or any part of the undertaking(s) of the Company as the Board may determine to secure the sum or sums of money borrowed or to be borrowed aggregating upto Rs. 300 crores (Rupees Three Hundred Crores only) at one time by the Company from banks, Financial Institutions etc		
17.	Approval to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company , provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of Rs. 300 Crores (Rupees Three Hundred Crores) over and above the aggregate of the paid up share capital and free reserves of the Company		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014.

Signature\_\_\_\_\_



\*Applicable to Members holding shares in electronic form.

**NOTES:**

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting.

2. It is optional to indicate your preference. If you leave the for/against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.