

NOTICE

SMARTLINK HOLDINGS LIMITED

(formerly known as Smartlink Network Systems Limited)

CIN: L67100GA1993PLC001341

Registered Office: L-7, Verna Industrial Estate, Verna, Salcete, Goa - 403722

Tel: 0832-2885400, Fax: 0832-2783395

Website: www.smartlinkholdings.com

E-mail id: Company.Secretary@smartlinkholdings.com

Notice is hereby given that the Twenty Seventh Annual General Meeting of Smartlink Holdings Limited will be held on Friday, 11th December, 2020 at 11:00 a.m. at the registered office of the Company at L-7, Verna Industrial Estate, Verna, Salcete, Goa, 403722 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider approve and adopt the Audited Standalone and consolidated Financial Statements of the Company for the year ended 31st March, 2020, together with the Report of the Board of Directors and Auditors thereon;
2. To re-appoint Ms. Arati Naik (holding DIN 06965985), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To consider, and if thought fit, to pass, the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Mr. Pradeep Gopal Pande (holding DIN 00064518) be and is hereby re-appointed as an Independent Director of the Company to hold office for second term of two consecutive years with effect from 5th January, 2020 to 4th January, 2022.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorized severally to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto."

4. To consider, and if thought fit, to pass, the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 197 and other applicable provisions, if any, of the Companies Act, 2013 (Act), as amended from time to time and as recommended by the Nomination and Remuneration Committee of the Company, a sum not exceeding one percent of the net profits, annually, of the Company calculated in accordance with the provisions of section 198 of the Act, be paid to and distributed amongst the Non-Executive Directors of the Company or some or any of them (other than the Executive Chairman and Whole-time Director) in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors and such payments shall be made in respect of the profits of the Company for each year, for a period of five years, commencing from 1st April, 2021."

By order of the Board
For Smartlink Holdings Limited
Urjita Damle
Company Secretary

Place : Verna, Goa

Dated : 14th September, 2020

Reg. Office: L-7, Verna Industrial Estate,
Verna Salcete, Goa - 403722

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 3 and 4 of the Notice is annexed hereto.

The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also mentioned.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in an aggregate not more than 10% of the 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 a proxy for any other person or shareholder.

THE INSTRUMENT APPOINTING THE PROXIES IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. Proxies submitted on behalf of the Companies, societies, etc. must be supported by an appropriate resolution/authority, as applicable.

3. During the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the company, provided that not less than three days' notice in writing to inspect is given to the company.
4. The Company's Registrar & Share Transfer Agents (RTA) are:
KFin Technologies Private Limited
Kfintech Selenium Tower B, Plot No 31 & 32, Gachibowli,
Financial District, Nanakramguda, Serilingampally,
Hyderabad - 500 032
Email: einward.ris@kfintech.com
5. Shareholders are requested to notify any change of address:
 - i. to their Depository Participants (DPs) in respect of the shares held in Demat form, and
 - ii. to the Company to its Legal Department at the Registered Office at Verna, Goa in respect of the shares held in physical form.
 - iii. In case the mailing address mentioned on this Annual Report is without the PIN CODE, inform your DP or the Company, as mentioned above.
6. In view of relaxation given by MCA circular and SEBI circular dated 12th May, 2020, the Annual Report including Financial Statements, Auditor's Report, Board Report, Notice of AGM, along with the all annexure and attachments thereof is being sent through email to those Members whose email addresses are registered with the Company /Depositories and no physical copy of the same will be sent by the Company. Members may note that the Notice and Annual Report of the Company for the financial year 2019-20 will also be available on the Company's website www.smartlinkholdings.com and website of BSE Limited and the National Stock Exchange of India Limited.
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Kfin Technologies Private Limited for assistance in this regard.
8. The Register of members and share Transfer Books of the Company shall remain closed from Friday, 27th November, 2020 to Friday, 4th December, 2020 (both days inclusive).
9. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat

account of the IEPF Authority. Once the amount and shares are transferred by the Company to IEPF, no claim thereof shall lie against the Company. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to corporate governance report which is a part of Annual Report.

The Company has uploaded the information in respect of the unclaimed amounts lying with the Company as on the date of 26th Annual General Meeting of the Company held on 28th September, 2019 on the website of IEPF viz. (www.iepf.gov.in) and under "Investor Relations" on the website of the Company viz. www.smartlinkholdings.com.

10. Shareholders are advised to avail of the facility for receipt of future dividends (if any) through National Electronic Clearing Service (NECS). The NECS facility is available at the specified locations. Shareholders holding shares in electronic form are requested to contact their respective Depository Participant for availing NECS facility. The Company or its Registrar and Transfer Agent, Kfin Technologies Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Shareholders holding shares in physical form and desirous of either registering bank details or changing bank details already registered against their respective folios are requested to send a request letter for updating Bank Account No. with 9 digit MICR No. to our Registrar and Share Transfer Agent or to the Company with attested copy of your PAN Card and a photo copy of your cheque leaf (to capture correct bank account no, IFSC Code and 9 digit MICR Code).
11. Members can avail the nomination facility in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013. Members holding shares in electronic form may contact their respective Depository Participant for availing this facility. Members holding shares in physical form may send their nomination in the prescribed form duly filled to Kfin Technologies Private Limited (RTA) at the above mentioned address.
12. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard.
13. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or RTA.
15. Members may also note that the Notice of the 27th Annual General Meeting and the Annual Report for 2019-20 are also available on the Company's website www.smartlinkholdings.com for download.
16. Registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost.
17. In Compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Company is pleased to provide its Members, the facility to exercise their right to vote at the AGM by electronic means and the business may be transacted through e-voting platform provided by KFin Technologies Private Limited on all resolutions set-forth in this Notice.
18. The Company has designated Company.Secretary@smartlinkholdings.com e-mail id for quick Redressal of shareholders/investors grievances..
19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available for inspection by the members at the AGM.
20. To support the 'Green Initiative' in Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards the Greener Environment and to receive all documents, Notices, including Annual Reports and other communications of the Company, investors should register their e-mail addresses with RTA, if shares are held in physical mode or with the Depository Participant if the shares are held in electronic mode.
21. All the Members wishing to ask questions during the 27th Annual General Meeting should forward them to the registered office, 7 days before the date of Annual General Meeting.
22. General instructions/information for Members for voting on resolutions:
 - a. A member can opt for only one mode of voting, i.e. either by e-voting or through poll at the AGM. In case of Member(s) who cast their votes by both modes, then voting done through e-voting shall prevail and the Ballot form of that member shall be treated as invalid.
 - b. Facility of voting through Poll paper shall also be made available at the Meeting. Members attending the Meeting, who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting.
 - c. Members who have cast their vote by remote e-voting prior to the Meeting, may also attend the Meeting, but shall not be entitled to cast their vote again.
 - d. The voting rights of the Members shall be in proportion to their shareholding in paid up equity share capital of the Company, subject to the provision of section 108 of Companies Act, 2013 and rules made thereunder, as amended as on the cut-off date being 5th December, 2020.
 - e. Any person who acquires shares of the company and becomes member of the company after dispatch of the notice and holding shares as of cut-off date i.e. 6th November, 2020 may obtain the user ID and password for voting by sending request to evoting@kfintech.com.
23. The instructions and other information relating to remote e-voting are as under:

In case a Member receiving an email from KFin Technologies Private Limited [for Members whose email IDs are registered with the Company / Depository Participant(s)]:

 - i) Launch internet browser by typing the URL: <https://evoting.kfintech.com>
 - ii) Enter the login credentials (i.e., User ID and password mentioned above). Event No. followed by Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your vote.
 - iii) After entering these details appropriately, Click on "LOGIN".
 - iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v) You need to login again with the new credentials.
 - vi) On successful login, the system will prompt you to select the "EVENT" i.e. SMARTLINK HOLDINGS LIMITED.
 - vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off Date under "FOR / AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - viii) Shareholders holding multiple folios / Demat accounts shall choose the voting process separately for each folios / Demat accounts.

- ix) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- x) You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any numbers of times till they have voted on the Resolution(s).
- xii) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: cs.sbhat@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_ EVENT NO." The document should reach the Scrutinizer and such other person on or before Thursday, 10th December, 2020 at 5:00 p.m
2. In case a person has become the Member of the Company after the dispatch of AGM Notice but on or before the cut-off date i.e. 5th December, 2020 or does not have his/her email id registered, may write to the KFin on the email Id evoting@kfintech.com or to Mrs. C Shobha Anand, Contact No. 040-67162222, at [Unit: Smartlink Holdings Limited] KFin Technologies Private Limited, Kfintech Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, requesting for the User ID and Password. After receipt of the above credentials, please follow all the steps from Sr. No. (i) to (xii) as mentioned in (A) above, to cast the vote.
3. The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company, subject to the provisions of the section 108 of the Companies Act, 2013 and Rules made thereunder, as amended, as on the cut-off date, being 6th November, 2020
4. The remote e-voting period commences on Tuesday, 8th December, 2020 at 10:00 a.m. and ends on Thursday, 10th December, 2020 at 5:00 p.m. During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date, being 5th December, 2020 may cast their vote by electronic means in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not vote by way of poll at AGM.
5. In case of any query pertaining to e-voting, please visit Help & FAQ's section of <https://evoting.kfintech.com> (KFin's website) or contact Mrs. C Shobha Anand, Contact No. 040-67162222 at [Unit: Smartlink Holdings Limited] KFin Technologies Private Limited, Kfintech Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032.
6. The Board of Directors has appointed CS Shivaram Bhat, Practicing Company Secretary, as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
7. The Members who are entitled to vote but have not exercised their right to vote through remote e-voting or ballot may vote at the AGM through poll paper for all businesses specified in the accompanying Notice.
8. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting, 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 will make, not later than 48 hours from the conclusion of the AGM, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him in writing who shall countersign the same. The Chairperson or a person authorized by him in writing will declare the result of voting forthwith.
9. The Results shall be declared not later than 48 hours from the conclusion of the AGM of the Company and the resolution will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolution(s).

10. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.smartlinkholdings.com) and on the Service Provider's website (<https://evoting.kfintech.com>) and will be communicated to the BSE Limited and the National Stock Exchange of India Limited within 48 hours from the conclusion of the AGM.

EVEN (E-Voting Event Number)	USER ID	PASSWORD

Statement pursuant to Section 102 of the Companies Act, 2013 Item No. 3

Mr. Pradeep Pande is a Non-Executive Independent Director of the Company. He had joined the Board of Directors of the Company on 05th January, 2015. He was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years up to 4th January, 2020. Since Mr. Pande has completed his initial term as an Independent Director of the Company, he is eligible for re-appointment for one more term, subject to passing of a special resolution by shareholders of the Company at their meeting. The Board of Directors re-appointed him as an Independent Director of the Company for a second term of 2 consecutive years w.e.f. 5th January, 2020 up to 4th January, 2022 and he shall not be liable to retire by rotation. The performance evaluation of the Independent Directors was conducted by the entire Board of Directors based on a structured questionnaire. The nomination and remuneration committee reviewed the terms of re-appointment and recommended to the Board of Directors for their consideration. His appointment was subject to the approval of members. Mr. Pande has consented for re-appointment and confirmed that he does not suffer from any disqualifications which stand in the way of reappointment as an Independent Director.

Mr. Pande holds a Bachelors degree in Science and Legislative Law (LLB), Master degree in Labour Studies - Human Resources Management/Personnel Administration, General and has done Diploma in Training & Development. He has vast experience in Human Resource Management in Hindustan Unilever Limited, Aventis Pharma, Lupin Limited, Ispat Industries Limited, Binani Industries Limited and Alkem Laboratories.

He does not hold any shares in the Company.

Presently Mr. Pande is the Member of the Nomination and Remuneration Committee of the Board of Directors of the Company.

The Board of Directors of your Company recommend passing of Special Resolution in relation for re-appointment of Mr. Pande. None of the other Directors and Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, whether financial or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice.

The Board recommends the resolution set forth in Item No. 3 for the approval of the members.

Item No. 4

At the Annual General Meeting of the Company held on 5th August, 2016, the Members had approved the payment of commission to Non - Executive Directors of the Company not exceeding one percent per annum of the net profits of the Company for a period of five years commencing from 1st April, 2016 to 31st March, 2021. It is proposed to continue with the payment of Commission to Non-Executive Directors of the Company. Accordingly, it is proposed that in terms of section 197 of the Act, the Directors (apart from the Managing Director and Whole-time Directors) be paid, for each of the five consecutive financial years commencing 1st April, 2021, remuneration not exceeding one percent per annum of the net profits of the Company computed in accordance with the provisions of the Act. This remuneration will be distributed amongst all or some of the Directors in accordance with the directions given by the Board. All the Directors of the Company except the Executive Chairman and the Whole Time Director are concerned or interested in the Resolution at Item No. 4 of the Notice to the extent of the remuneration that may be received by each of them.

**By order of the Board
For Smartlink Holdings Limited**

Place : Verna, Goa

Dated : 14th September, 2020

Reg. Office: L-7, Verna Industrial Estate,
Verna Salcete, Goa - 403722

**Urjita Damle
Company Secretary**

**Details of Directors seeking appointment/reappointment at the 27th Annual General Meeting
(Pursuant to Regulation 36(3) of SEBI Listing Regulations 2015)**

Name of Directors	Arati Naik	Pradeep Pande
Date of Birth	14/08/1984	12/11/1954
Date of Appointment	09/09/2014	05/01/2015
Brief Resume	Arati Naik is an Executive Director of the Company. She is Graduate in Computer Science and Post-Graduation in Business & Information Systems from The University of Bolton, UK and alumni of IIM Bangalore, having done an executive general management program.	Mr. Pande holds a Bachelors degree in Science and Legislative Law (LLB), Master degree in Labour Studies - Human Resources Management/Personnel Administration, General and has done Diploma in Training & Development. He has vast experience in Human Resource Management in Hindustan Unilever Limited, Aventis Pharma, Lupin Limited, Ispat Industries Limited, Binani Industries Limited and Alkem Laboratories.
Disclosure of relationship between Director inter-se	Daughter of Mr. K. R. Naik, Executive Chairman of the Company	None
Names of the listed entities in which she/he holds directorships.	None	None
Chairman/Member of the Committee(s) of Board of Directors of other listed Entities.	None	None
Shareholding in the Company	13,30,000 Shares	Nil
No of board meetings attended	5	4

By order of the Board

Place : Verna, Goa
Date : 14th September, 2020
Regd Add: L-7, Verna Industrial Estate, Verna,
Salcete, Goa – 403722

**Urjita Damle
Company Secretary**

ATTENDANCE SLIP

SMARTLINK HOLDINGS LIMITED

Registered Office: L-7, Verna Industrial Estate, Verna, Salcete, Goa - 403722 • **CIN:** L67100GA1993PLC001341
Tel: 0832-2885400, **Fax:** 0832-2783395 • **Website:** www.smartlinkholdings.com • **Email id:** Company.Secretary@smartlinkholdings.com

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional Slip at the venue of the meeting.

DP Id* :	Folio No. :
Client Id* :	No. of Shares :

Name and Address of the Shareholder: _____

I/We hereby record my / our presence at the 27th Annual General Meeting of the Company on Friday, 11th day of December, 2020 at the Registered Office of the Company at L-7, Verna Industrial Estate, Verna, Salcete, Goa - 403722 at 11.00 A.M.

*Applicable for investors holding shares in electronic form.

Signature of the Shareholder/Proxy

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PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

SMARTLINK HOLDINGS LIMITED

Registered Office: L-7, Verna Industrial Estate, Verna, Salcete, Goa - 403722 • **CIN:** L67100GA1993PLC001341
Tel: 0832-2885400, **Fax:** 0832-2783395 • **Website:** www.smartlinkholdings.com • **Email id:** Company.Secretary@smartlinkholdings.com

Name of the member(s): _____ E-mail Id: _____

Registered address: _____ Folio No./Client Id: _____

DP ID: _____

I/We, being the member(s) of _____ shares of Smartlink Holdings Limited, hereby appoint

(1) Name: _____ Address: _____ E-mail id: _____ or failing him;

(2) Name: _____ Address: _____ E-mail id: _____ or failing him;

(3) Name: _____ Address: _____ E-mail id: _____

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 Friday, 11th day of December, 2020 at 11:00 a.m. at the registered office of the Company at L-7, Verna Industrial Estate, Verna, Salcete, Goa - 403722 and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolutions	Optional*		
		For	Against	Abstain
ORDINARY BUSINESS				
1.	To receive, consider approve and adopt the Audited Standalone and consolidated Financial Statements of the Company for the year ended 31 st March, 2020, together with the Report of the Board of Directors and Auditors thereon.			
2.	To re-appoint Ms. Arati Naik, who retires by rotation and being eligible, offers herself for re-appointment.			
SPECIAL BUSINESS				
3.	To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. Pradeep Pande as Independent Director of the Company.			
4.	To consider and if thought fit, to pass Special Resolution for sharing/distribution of profit not exceeding one percent amongst the non-executive director			

Signed this _____ day of _____, 2020 Signature of shareholder _____

Signature of First Proxy holder

Signature of Second Proxy holder

Signature of Third Proxy holder

Affix Revenue Stamp of not less then ₹ 1/-
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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 Proxy need not be a member 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 a proxy for any other person or shareholder.
3. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company.
4. For the Resolutions, Explanatory Statement and Notes, please refer to Notice of the 27th Annual General Meeting.
5. This is only Optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' 'Against' or 'Abstain' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Please complete all details including details of member(s) in above box before submission.