

NOTICE

NOTICE is hereby given that the Thirty Second Annual General Meeting of the Shareholders of **KABRA COMMERCIAL LIMITED** will be held at the Registered Office of the Company at 2, Brabourne Road, Kolkata- 700001 on Monday, the 29th day of September, 2014 at 10.30 A.M to transact following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Profit & Loss Account for the year ended 31st March, 2014, and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Smt. Radhika Kabra (DIN: 00335944) who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint auditors to hold office from the conclusion of the Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

4. To appoint Shri Jagdish Prasad Kabra (DIN: 00482014) as an Independent Director and in this regard to consider and if thought fit, to pass the following Resolution as an ORDINARY RESOLUTION :
"RESOLVED THAT pursuant to Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Jagdish Prasad Kabra (DIN: 00482014), who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in whose respect the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto 31st March, 2019."
5. To appoint Shri Vinod Kumar Kothari (DIN: 00338711) as an Independent Director and in this regard to consider and if thought fit, to pass the following Resolution as an ORDINARY RESOLUTION :
"RESOLVED THAT pursuant to Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Vinod Kumar Kothari(DIN: 00338711), who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in whose respect the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto 31st March, 2019."
6. To appoint Shri Vijay Kumar Parwal (DIN NO: 00339266) as an Independent Director and in this regard to consider and if thought fit to pass the following Resolution as an ORDINARY RESOLUTION :
"RESOLVED THAT pursuant to Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing agreement, Shri Vijay Kumar Parwal (DIN NO: 00339266), who was being appointed as a Director and whose term expires this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto 31st March, 2019."
7. To re-appoint Shri Ramawtar Kabra (DIN NO: 00341280) as Joint Managing Director and in this regard to consider and if thought fit to pass the following Resolution as ORDINARY RESOLUTION :
"RESOLVED THAT pursuant to Section 196, 197, and 203 read with schedule V and all other applicable provisions of the Companies Act, 2013 and Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the re-appointment of Shri Ramawtar Kabra (DIN NO: 00341280) as Joint Managing Director of the Company, for a period of 5 (five) years with effect from 1st March, 2014 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as

it may deem fit and as may be acceptable to Shri Ramawtar Kabra, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof; RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give to this resolution.”

8. To re-appoint Shri Rajesh Kumar Kabra (DIN NO: 00331305) as Managing Director and in this regard consider and if thought fit to pass the following Resolution as an ORDINARY RESOLUTION :
 “RESOLVED THAT pursuant to Section 196, 197, and 203 read with schedule V and all other applicable provisions of the Companies Act, 2013 and Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the re-appointment of Shri Rajesh Kumar Kabra (DIN NO: 00331305) as Managing Director of the Company, for a period of 5 (five) years with effect from 1st October, 2014 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Shri Rajesh Kumar Kabra, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof; RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give to this resolution.”
9. To Consider and if thought fit, to pass, with or without modification(s), the following Resolution as a SPECIAL RESOLUTION :
 “RESOLVED that pursuant to the provisions of Section 180(1) (c) and all other applicable provisions, if any, of the Companies Act, 2013, Board of Directors of the Company be and is hereby authorized to borrow moneys and obtain loans for the business of the Company from time to time from any one or more of the Company’s Bankers and/or from any one or more other persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or otherwise and whether secured or unsecured not withstanding that moneys to be borrowed together with the moneys already borrowed and outstanding (apart from temporary loans obtained from the company’s bankers in the ordinary course of business) may exceed the aggregate of the Paid-up Capital and Free Reserves, that is to say, Reserves not set apart for any specific purpose provided that the total of such borrowing outstanding at any time shall not exceed a sum of Rs.20 Crores. (Rupees Twenty Crore Only).”
10. To consider and if thought fit to pass, with or without modifications, the following resolution as SPECIAL RESOLUTION :
 “RESOLVED THAT pursuant to Section 186 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 as may be amended, from time to time and Articles of Association of the Company, approval of the Shareholders of the Company be and is hereby accorded to the Board of Directors for :-
- i. giving any loan to any person or other body corporate,
 - ii. giving any guarantee or providing security in connection with a loan to any other body corporate or persons and/or
 - iii. acquiring whether by way of subscription, purchase or otherwise, the securities of any other body corporate.
- Upto an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 25 Crore which shall be over and above the limits as specified in section 186(2) of the Companies Act, 2013.

BY ORDER OF THE BOARD

Registered Office :
 2, Brabourne Road,
 Kolkata – 700001
 Date : 14th August, 2014

R. A. KABRA
 Managing Director

NOTES :

- I. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto.
- II. A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote in his place. The proxy need not be a member of the Company. Proxies to be valid must be deposited at the Registered Office of the Company at least 48 hours earlier of the time fixed for Annual General Meeting.
 A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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.

III. The Register of Members and the Share transfer Book of the Company shall remain closed from 17th September, 2014 to 29th September, 2014 (both days inclusive).

IV. **VOTING THROUGH ELECTRONIC MEANS**

1. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically on the resolutions mentioned in the notice of the Annual General Meeting of the Company as an alternative to vote physically at the AGM, and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL).
2. Similarly, members opting to vote physically can do the same by remaining present at the meeting and should exercise the option for e-voting. However, in case members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall be only taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid.
3. The instructions for shareholders voting electronically are as under :
 - i. The voting period begins on 23-September-2014 at 9.00 a.m. and ends on 25-September-2014 at 6.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 14-August -2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - ii. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
 - iii. Click on "Shareholders" tab.
 - iv. Now, select the "Kabra Commercial Ltd." from the drop down menu and click on "SUBMIT".
 - v. Now Enter your User ID.
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - vi. Next enter the Image Verification as displayed and Click on Login.
 - vii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - viii. If you are a first time user follow the steps given below :

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company / Depository Participant are requested to enter in capital letters the PAN field of 10 characters as First 2 Characters of the First Holder Name followed by 8 characters consisting of Folio Number prefix by "0" (or 8 characters from right of BO-ID). No special characters or space will be taken from the name and folio number and name shall be excluded of titles like Mr / Mrs / Smt / Miss / Ms / M/s etc. <p>Example: (1) Mr. V. N. Swami and Folio Number is S/0245, the PAN will be VN000S0245 (2) M/s. 4-square Company Ltd. and Folio Number is C-0052 the PAN will be 4S000C0052</p>
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter in the Dividend Bank Details field the Number of Shares Held by you as on Cut-Off Date (Record Date) of 14-August-2014.

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for the relevant Kabra Commercial Ltd, on which you choose to vote.
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- xv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Note for Institutional Shareholders
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
11. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 14-August-2014.
 12. The notice of annual general meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on Thursday, 14-August-2014.
 13. The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 14-August-2014. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 14. The Company has appointed Mr. B.L.Patni (FCS-2304), practicing company secretary, as the scrutinizer for conducting the e-voting process in the fair and transparent manner.
 15. The scrutinizer will submit his final report to Chairman of the company within three working days after the conclusion of e-voting period.
 16. The results of annual general meeting shall be declared by the Chairman or his authorized representative or any one Director of the Company on or after annual general meeting within the prescribed time limits.
 17. The result of the e-voting will also be placed at the website of the agency on www.cdslindia.com.
 18. The scrutinizer's decision on the validity of e-voting will be final.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT,2013

RESOLUTION NO 4, 5, 6

Shri Jagdish Prasad Kabra , Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal are Independent Directors of the Company and have held the positions as such for more than 5 (five) years.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement *inter alia* stipulating the conditions for the appointment of independent directors by a listed company.

It is proposed to appoint Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal as Independent Directors under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for 5 (five) consecutive years for a term upto 31st March, 2019.

Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

The Company has received notices in writing from members alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidatures of each of Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal for the Office of Directors of the Company.

The Company has also received declarations from Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal that they meet with the criteria of independence as prescribed both under sub-section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Agreement. Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal are independent of the management.

Copy of the draft letters for respective appointments of Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Shri Jagdish Prasad Kabra, Shri Vinod Kumar Kothari and Shri Vijay Kumar Parwal are interested in the Resolutions set out respectively at Items Nos.4, 5 and 6 of the Notice with regard to their respective appointments.

Save and except the above, none of the others Directors/ Key Managerial Personnel of the Company/ their relatives are, in anyway, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Ordinary Resolutions set out at Item Nos.4, 5 and 6 of the Notice for approval by the shareholders.

RESOLUTION 7

The present term of Shri Ramawtar Kabra s Joint Managing Director expired on 28.02.2014. In the Board meeting held on 01.03.2014, based on the recommendation of the Remuneration Committee, has reappointed him as Joint Managing Director for a period of 5 years wef 1st March, 2014 subject to the approval of shareholders in General Meeting on a remuneration of Rs. 25000 per month plus provision of insurance benefit by assignment of policy or otherwise subject to the limits laid down in the Schedule XIII of he Companies Act, 1956 or any amendment(s) or re-enactment thereof. The Board recommends the Resolution for your approval.

None of the Directors except Shri Ramawtar Kabra himself, Shri Rajesh Kumar Kabra, nephew of Shri Ramawtar Kabra and Smt. Radhika Kabra, wife of Shri Rajesh Kumar Kabra and Shri Chandra Prakash Kabra son of Shri Ramawtar Kabra are interested in the Resolution.

RESOLUTION 8

The present term of Shri Rajesh Kumar Kabra, Managing Director expires on 30.09.2014. In the Board meeting held on 14.08.2014, based on the recommendation of the Remuneration Committee, has reappointed him as Managing Director for a period of 5 years wef 1st October, 2014 subject to the approval of shareholders in General Meeting on a remuneration of Rs. 110000 per month plus provision of insurance benefit by assignment of policy or otherwise subject to the limits laid down in the Schedule V of the Companies Act, 2013 or any amendment(s) or re-enactment thereof. The Board recommends the Resolution for your approval.

None of the Directors except Shri Rajesh Kumar Kabra himself, Smt. Radhika Kabra, wife of Shri Rajesh Kumar Kabra , Shri Ramawtar Kabra uncle of Shri Rajesh Kumar Kabra and Shri Chandra Prakash Kabra son of Shri Ramawtar Kabra are interested in the Resolution.

RESOLUTION 9

To enable the Directors to borrow, pursuant to Section 180(1)(c) of the Companies Act 2013, moneys and obtain loans for the business of the Company from time to time from any one or more of the Company's Bankers and/or from any one or more other persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or otherwise and whether secured or unsecured not withstanding that moneys to be borrowed together with the moneys already borrowed and outstanding (apart from temporary loans obtained from the company's bankers in the ordinary course of business) may exceed the aggregate of the Paid-up

Capital and Free Reserves, that is to say, Reserves not set apart for any specific purpose provided that the total of such borrowing outstanding at any time shall not exceed a sum of Rs. 20 Crores (Rupees Twenty Crore Only) Members' consent by way of a Special Resolution is required. The Board recommend the Resolution in the interest of the Company. The Directors may be deemed to be interested in the Resolution to the extent money is borrowed from them, their relatives, their associates or related parties.

RESOLUTION 10

Pursuant to Section 186(2) of the Companies Act, 2013 (Act) and Rule 11 and 13 of the Companies (Meetings of Board and its Powers) Rules 2014, the Board of Directors is authorized to give loan, guarantee or provide security in connection with a loan to any person or other body corporate, or acquire by way of subscription, purchase or otherwise, the securities including shares, debentures etc. of any other body corporate, up to an amount, the aggregate of which should not exceed 60% of the paid up capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the company, whichever is higher. In case the company exceeds the above mentioned limits then, prior approval of shareholder by way of a Special resolution is required to be obtained.

The Company may be required to provide financial assistance/ support by way of giving of loans / guarantees, providing of securities, making of investment in securities in order to expand its business activities and also for optimum utilization of funds. Accordingly, Board of Directors of the Company may be authorized to give loans, guarantees or provide securities or make investments as mentioned above, up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 25 Crore (Rupees Twenty Five Crore only) which shall be over and above the said limits as specified in Section 186(2) of the Act.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.10.

BY ORDER OF THE BOARD

Registered Office :
2, Brabourne Road,
Kolkata – 700001
Date : 14th August, 2014

R. A. KABRA
Managing Director

KABRA COMMERCIAL LIMITED
Regd. Office : 2, Brabourne Road, Kolkata- 700 001
Tele: 033-2225
e-mail contact @coalsale.co.in website www.kcl.net.in
CIN NO : L67120WB1982PLC035410

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting Hall) (Annual General Meeting – 29th September, 2014)

I hereby record my presence at the Annual General Meeting of the Company held on Monday, 29th September, 2014 at 10.30 A. M. at Regd. Office of the Company at 2 Brabourne Road, 4th Floor, Kolkata – 700001.

Full Name of the member (In BLOCK LETTERS) :
 Folio No. DP ID No. Client ID No. No. of shares
 Full Name of Proxy (In BLOCK LETTERS) :
 Member/Proxy(s) Signature :

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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]

CIN : L67120WB1982PLC035410
 Name of the Company : KABRA COMMERCIAL LIMITED
 Regd. Office : 4th Floor, 2 Brabourne Road, Kolkata- 700 001
 Name of the Members :
 Registered Address :
 E-Mail Id :
 Folio No./Client No. :
 DP ID :

I / We, being the member(s) of..... shares of the above 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 on my/our behalf at the AGM of the Company, to be held on Monday, the 29th day of September, 2014 at 10.30 A. M. at 2 Brabourne Road, 4th Floor, Kolkata- 700 001 and at any adjournment thereof in respect of such resolution(s) as are indicated below :

Resolution	For	Against
1. Consider and adopt of Audited Financial Statements, Reports of the Board of Directors and Auditors		
2. Re - a ppointment o f Mrs Radhika Kabra as Director		
3. Appointment o f Auditors and to fix their remuneration		
4. Appointment of Mr Jagdish Prasad Kabra as an Independent Director		
5. Appointment o f Mr. Vinod Kumar Kothari as an Independent Director		
6. Appointment o f Mr. Vijay Kumar Parwal as an Independent Director		
7. Appointment of Mr Ramawtar Kabra as a Joint Managing Director		
8. Appointment of Mr Rajesh Kumar Kabra as a Managing Director		
9. Special Resolution for borrowing limits under Section 180(1)(c) of the Companies Act, 2013		
10. Special Resolution for Investment/giving loans of funds u/s 186 of the Companies Act, 2013		

Signed this day of 2014
 Signature of the Shareholder(s) Signature of Proxy(s)

affix
revenue stamp

Notes :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.

ELECTRONIC VOTING PARTICULARS

EVSN	User ID	Password
140816021	Please refer to Note No. IV-3 in the Notice	

