

VIDHI DYESTUFFS MANUFACTURING LIMITED

CIN: L24110MH1994PLC076156

Registered office: E/27, Commerce Centre, 78, Tardeo Road, Mumbai - 400034

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]

23rd Annual General Meeting- Saturday, 24th September, 2016

Name of the Member(s):

Registered Address:

Email:

Folio no. / Client ID:

DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:.....EmailId:.....

Address:

Signature:....., or failing him/her

2. Name:.....EmailId:.....

Address:

Signature:....., or failing him/her

3. Name:.....EmailId:.....

Address:

Signature:.....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company, to be held on the Saturday, 24th September 2016 at 03.30 p.m. at The Victoria Memorial School for Blind, opp. Tardeo AC Market, 73, Tardeo Road, Mumbai – 400 034 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Resolution	Voting (Optional)	
		For	Against
Ordinary Business			
1.	Adoption of Audited Financial Statement comprising of the Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss (Profit & Loss Account) for the year ended on that date, together with the Cash flow Statement, Notes, Reports of the Board of Directors (the Board) and the Auditors thereon		
2.	Confirmation of the 1 st Interim Dividend, 2 nd Interim Dividend and 3 rd Interim Dividend declared in the financial year 2015-16		
3.	Declaration of Final Dividend on equity shares for the financial year 2015-16		
4.	Appointment of Director in place of Mrs. Pravina B. Manek (DIN: 00416533), who retires by rotation and being eligible, offers herself for re-appointment		
5.	Ratification of appointment of Statutory Auditor		
Special Business			
6.	Consider revision in terms of remuneration of Mr. Bipin M. Manek (DIN: 00416441), Managing Director of the Company (Ordinary Resolution)		
7.	Consider revision in terms of remuneration of Mr. Mihir B. Manek(DIN 00650613), Joint Managing Director of the Company (Ordinary Resolution)		
8.	Determination of fees for delivery of any document through a particular mode of delivery to a Member (Ordinary Resolution)		
9.	Payment of professional fees to Mr. Anil Kumar Dhar (DIN: 01524239), Non-Executive, Independent Director (Special Resolution)		

Signed this day of 2016

Signature of shareholder

Affix revenue stamp

Signature of Proxy holder(s)

Signature of Proxy holder(s)

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.