



Corporate Identity Number: L74950WB1984PLC038336

Regd. Office: Turner Morrison Building, 6 Lyons Range, Mezzanine Floor, North-West Corner, Kolkata- 700 001

Phone No.: +91-33-22310055; Fax No.: +91-33-2230 0336, Email: investor.relations@manaksia.com; website: www.manaksia.com

**MGT - 11**

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

Name of the Member(s) : .....

Registered Address : .....

Email Id : .....

Folio No/Client ID : .....

DP ID : .....

I/We, being the member(s) of \_\_\_\_\_ Shares of Manaksia Limited, hereby appoint :

1. Name : ..... Email Id: .....

Address : .....

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

2. Name : ..... Email Id: .....

Address : .....

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

3. Name : ..... Email Id: .....

Address : .....

Signature : .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on Wednesday, 25th day of September, 2019 at 10.00 a.m. at Bhasha Bhavan, National Library Auditorium, Near Alipore Zoo at Belvedere Road, Kolkata - 700 027 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolutions :**

1. a) To receive, consider and adopt Annual Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019 including the Audited Balance Sheet, and Statement of Profit & Loss for the year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon; and  
b) To receive, consider and adopt the Annual Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 including the Consolidated Audited Balance Sheet, and Statement of Profit & Loss for the year ended 31st March, 2019 and the Report of the Auditors thereon.
2. To approve, confirm and declare the interim dividend paid on equity shares of the Company for the Financial Year 2018-2019, as final dividend, for the year ended 31st March, 2019.
3. To appoint a Director in place of Mr. Suresh Kumar Agrawal (DIN : 00520769), who retires by rotation at this Annual General Meeting as a Director and being eligible, offers himself for re-appointment.
4. To approve/ratify Related Party Transactions entered into by the Company during the FY 2018-19 with Sumo Steels Limited.
5. To approve Related Party Transactions to be entered into by the Company during the FY 2019-2020 with Sumo Steels Limited.
6. To approve Related Party Transactions to be entered into by the Company during the FY 2019-2020 with MINL Limited.
7. To approve Related Party Transactions to be entered into by the Company during the FY 2019-2020 with Manaksia Steels Limited.
8. To consider and approve appointment of Mr. Kanad Purkayastha (DIN : 08446550) as an Independent Director
9. To consider and approve appointment of Mr. Ramesh Kumar Maheshwari (DIN : 00545364) as an Independent Director
10. To consider and approve appointment of Ms. Nidhi Baheti (DIN : 08490552) as an Independent Director
11. To consider and approve appointment of Mr. Biswanath Bhattacharjee (DIN : 00545918) as an Independent Director
12. To consider and approve re-appointment of Dr. Kali Kumar Chaudhuri (DIN : 00206157) as an Independent Director
13. To consider and approve re-appointment of Mrs. Smita Khaitan (DIN : 01116869) as an Independent Director
14. To consider and approve re-appointment of Mr. Ajay Kumar Chakraborty (DIN : 00133604) as an Independent Director

15. To consider and approve continuation of Directorship of Mr. Ajay Kumar Chakraborty (DIN : 00133604) as Independent Director in terms of Regulation 17(1A) of the SEBI Listing Regulations, 2015
16. To consider and approve continuation of Directorship of Dr. Kali Kumar Chaudhuri (DIN : 00206157) as Independent Director in terms of Regulation 17(1A) of the SEBI Listing Regulations, 2015
17. To consider and approve continuation of Directorship of Mr. Kanad Purkaystha (DIN : 08446550) as Independent Director in terms of Regulation 17(1A) of the SEBI Listing Regulations, 2015
18. To consider and approve continuation of Directorship of Mr. Biswanath Bhattacharjee (DIN : 00545918) as Independent Director in terms of Regulation 17(1A) of the SEBI Listing Regulations, 2015

Affix  
Revenue  
Stamp

Signed this ..... day of ..... 2019

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

**Note : 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.**

1. A Proxy form which does not state the name of the Proxy shall not be considered valid.
2. Undated Proxy shall not be considered valid.
3. If the Company receives multiple Proxies for the same holdings of a Member, the Proxy which is dated last shall be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies shall be treated as invalid.
4. A Proxy later in date revokes any Proxy/Proxies dated prior to such Proxy.
5. A Proxy is valid until written notice of revocation has been received by the Company before the commencement of the Meeting.
6. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the Proxy stands automatically revoked.