



MANUGRAPH INDIA LIMITED

CIN: L29290MH1972PLC015772

Registered Office: 1st Floor, Sidhwa House, N.A. Sawant Marg, Colaba, Mumbai – 400 005, India
Phone: +91-22-2287 4815, **Fax:** +91-22-2287 0702 • **Website:** www.manugraph.com

PROXY FORM

[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/ DP ID-Client ID | |

I/ We, being the member (s) of shares of the above named 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: |

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 45th Annual General Meeting of the Company, to be held on Thursday, July 27, 2017 at 12.00 noon at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubash Marg, Mumbai – 400 001, India 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 (Optional*):

| Sr. No. | Particulars | For | Against |
|---------|--|-----|---------|
| 1) | Consider and adopt: | | |
| | a. Audited Financial Statements, Reports of the Board of Directors and Auditors thereon. | | |
| | b. Audited Consolidated Financial Statements and Report of the Auditors thereon. | | |
| 2) | Declaration of Dividend on Equity Shares | | |
| 3) | Re-appointment of Mr. Sanat M. Shah, as a Director, retiring by rotation | | |
| 4) | Appointment of Auditors and fixing their remuneration | | |
| 5) | Approval of the remuneration of the Cost Auditors | | |

* it is optional to put a (√) in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this day of 2017



Signature of Shareholder : Signature of Proxyholder(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 addressed to the "Company Secretary", not later than 48 hours before the commencement of the Meeting.
2. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, 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 proxy for any other person or Member.