

Polyplex Corporation Limited

CIN: L25209UR1984PLC011596

Registered Office: Lohia Head Road, Khatima-262308, Distt. Udham Singh Nagar, Uttarakhand

Corporate Office: B-37, Sector-1, NOIDA, Gautam Budh Nagar, Uttar Pradesh-201 301

Email: investorrelations@polyplex.com Website : www.polyplex.com

Phone: +91.120.2443716-19, Fax : +91.120.2443723 & 24

34th Annual General Meeting Thursday, September 5, 2019, at 11.00 a.m. 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]

1. Name(s) of Member(s) including joint holders, if any :
2. Registered address of the sole/first named Member :
3. E-mail ID :
4. DP ID No. & Client ID No./ Registered Folio No. :

I/We, being the Member(s), holding _____ Share of Polyplex Corporation Limited, hereby appoint

(1) Name _____ Address: _____

E-mail ID: _____ Signature: _____ or failing him/her

(2) Name _____ Address: _____

E-mail ID: _____ Signature: _____ or failing him/her

(3) Name _____ Address: _____

E-mail ID: _____ Signature: _____

as my / our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the 34th Annual General Meeting (AGM) of the Company to be held on **Thursday, September 5, 2019 at 11.00 a.m.** at the Registered Office of the Company at Lohia Head Road, Khatima-262308, Distt. Udham Singh Nagar, Uttarakhand and at any adjournment there of in respect of resolutions indicated below:

S.No	Resolutions Description
	Ordinary Business
1	Adoption of (a) Standalone Audited Financial Statements for the FY 2018-19 together with Reports of the Auditors' and Directors' thereon and (b) Consolidated Audited Financial Statements for the FY 2018-19 together with Reports of the Auditors' thereon.
2	Declaration of Final Dividend of ₹10 per equity share for the FY 2018-19.
3	Reappointment of Mr. Sanjiv Saraf (DIN : 00003998) as Director liable to retire by rotation.
	Special Business
4	Appointment of Dr. Suresh Inderchand Surana (DIN : 00009757) as Independent Director for second term upto July 9, 2024.
5	Reappointment of Ms. Pooja Haldea (DIN : 07123158), Independent Non-Executive Director of the Company for second term of five consecutive years with effect from March 30, 2020 to March 29, 2025.
6	Re-structuring of Remuneration to Mr. Pranay Kothari (DIN : 00004003), Whole-time Director of the Company for the period from April 1, 2019 to September 6, 2021.
7	Payment of commission upto 1% p.a. of the Net Profit of the Company to Mr. Sanjiv Saraf for the Financial Year 2019-20.
8	Approval and ratification of remuneration payable to M/s. Sanjay Gupta & Associates, Cost Accountants (FRN : 000212) for the Financial Year 2019-20.

Affix
Revenue
Stamp

Signature of the Member(s) _____ Signature of Proxy holder(s) _____

Signed this _____ day of _____, 2019

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.**
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Thirty-fourth Annual General Meeting.
3. Please complete all the details including details of Member(s) in above box before submission.