BEFORE THE NATIONAL COMPANY LAW TRIBUNAL BENCH, AT MUMBAI
COMPANY SCHEME APPLICATION NO. 793 OF 2017
IN THE MATTER OF THE COMPANIES ACT, 2013
And
In the matter of
JM Financial Institutional Securities Limited
And
JM Financial Investment Managers Limited
And
JM Financial Limited
And
Their respective shareholders
And
In the matter of Section 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013

JM Financial Limited.....the Applicant Company

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]

Name of the Member(s) :_____

Registered address :_____

E-mail ID:_____Folio No./Client ID:_____DP ID:_____

I / We being the member(s) holding _____ shares of JM Financial Limited, hereby appoint: -

1) Name_____

Address_____

Email id _____Signature: _____Or failing him / her

2) Name_____

Address_____

Email id _____Signature: _____Or failing him / her

3) Name_____

Address_____

Email id _____Signature: _____

as my / our proxy and whose signature(s) are appended below to attend and vote for me/us and on my/our behalf at the Meeting of the Company to be held on and at any adjournment or adjournments thereof in respect of such resolutions and in such manner as are indicated below:

Sr. No.	Particulars
1	Approval of the Scheme of Amalgamation between JM Financial Institutional Securities Limited and JM Financial Investment Managers Limited and JM Financial Limited and their respective shareholders and related matters thereto.

Signed this _____day of _____2017

Affix Re. 1
Revenue
Stamp

(Signature of shareholder(s))

Signature of Proxy_____

NOTES:

1. This form in order to be effective should be duly completed and deposited at the Registered Office of the Company at 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025 not less than 48 (forty eight) hours before the commencement of the Meeting.

2. Please affix revenue stamp before putting signature.

3. Alterations, if any, made in the Form of Proxy should be initialed.

4. In case of multiple proxies, the proxy later in time shall be accepted.

5. Proxy need not be the shareholder of the Company.

6. Body Corporate and FPI/FII Equity Shareholder(s) would be required to deposit certified copies of Board/ Custodial Resolutions/ Power of Attorney in original, as the case may be, authorizing the individuals named therein, to attend and vote at the meeting on its behalf. These documents must be deposited at the Registered Office of Company at 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025

7. A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. A member holding more than 10% (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.