Spice Mobility Limited
(Formerly S Mobility Limited)
CIN No. - L72900UP1986PLC008448
S Global Knowledge Park, 19A & 19B, Sector 125,
Noida - 201301, UP, India. | Tel: +91 120 3355131
www.spice-mobile.com | customercare@smobility.in

August 26, 2016

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip Code: 517214

National Stock Exchange of India Limited
Exchange Plaza, Plot no.C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code: SPICEMOBI

Sub: 28th Annual General Meeting of the Company- September 22, 2016

Dear Sir(s),

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith a copy of the Notice of 28th Annual General Meeting of the Company scheduled to be held on Thursday, the 22nd September, 2016.

As required under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Report of the Company would be sent in due course.

You are requested to kindly take the aforesaid information on record.

Thanking you.

Yours faithfully,
For **Spice Mobility Limited**

M.R. Bothra
Vice President – Corporate Affairs
& Company Secretary

SPICE MOBILITY LIMITED

Registered Office: S Global Knowledge Park, 19A & 19B, Sector 125,
Noida, District Gautam Budh Nagar, U.P.-201301
CIN: L72900UP1986PLC008448
Tel.: 0120- 3355131; Email: complianceofficer@smobility.in
Website: www.spicemobility.in

NOTICE

Notice is hereby given that the Twenty Eighth Annual General Meeting of Spice Mobility Limited will be held on Thursday, the 22nd day of September, 2016 at 10:15 A.M. at Expo Centre, A-11, Sector -62, NH-24, Noida – 201301 (U.P.) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
   i. the Audited Financial Statement for the financial year ended 31st March, 2016 along with the Board of Directors' and Auditors' Report thereon.
   ii. the Audited Consolidated Financial Statement for the financial year ended 31st March, 2016 and the Auditors' Report thereon.
2. To consider and appoint a Director in place of Mr. Dilip Modi (DIN: 00029062) who retires by rotation and, being eligible, offers himself for re-appointment.
3. To consider and appoint Statutory Auditors to hold office from the conclusion of this Meeting until the conclusion of next Annual General Meeting and to fix their remuneration. M/s S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Regn. No. 301003E/E300005), the retiring auditors, being eligible, offer themselves for re-appointment.

SPECIAL BUSINESS:

4. **To approve the Appointment of Mr. Dilip Modi (DIN: 00029062) as an Executive Director of the Company**

   To consider and, if thought fit, to pass the following resolution as a Special Resolution:

   "Resolved that pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the shareholders of the Company be and is hereby accorded to the appointment of Mr. Dilip Modi (DIN: 00029062) as an Executive Director of the Company for a period of three years with effect from 30th November, 2015 without any remuneration.

   Resolved further that the Board of Directors of the Company or a Committee thereof be and is hereby authorized to amend, alter, modify or otherwise vary the terms and conditions of appointment, including the remuneration payable to him, as Executive Director of the Company.

   Resolved further that notwithstanding anything contained in Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Board of Directors or a Committee thereof be and is hereby authorised to fix and revise from time to time the remuneration payable to Mr. Dilip Modi within the permissible limits under the law during his tenure as executive director of the Company.

   Resolved further that the Board of Directors of the Company or a duly authorised Committee thereof be and is hereby authorised to do all such acts, deeds and things as it may think necessary or desirable to settle any question or doubt that may arise in order to give effect to the above resolution and to seek such approval/consent from the Government, if required, in this regard."

5. **To approve the increase in limit for the investments under Section 186 of the Companies Act, 2013**

   To consider and, if thought fit, to pass the following resolution as a Special Resolution:

   "Resolved that pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof for the time being in force read with the Companies (Meetings of Board and its Powers) Rules, 2014, the approval of the members of the Company be and is hereby accorded to acquire by way of subscription, purchase or otherwise, the securities of any other body(ies) corporate exceeding sixty percent of Company's paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more, as the Board of directors or a Committee thereof may think fit, provided that the total investment(s) made in excess of these limits shall not at any time exceed Rs.100,00,00,000/- (Rupees One Hundred Crore Only).

   Resolved further that the Board of Directors or a duly constituted Committee thereof be and is hereby authorized to do all such acts, deeds, and things, including the decision as to the timing, the amount and the terms and conditions of such investment(s), as it may in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or as otherwise considered by it to be in the best interest of the Company."

By Order of the Board
For Spice Mobility Limited

(M R Bothra)
Vice President-Corporate Affairs &
Company Secretary

Date: 10th August, 2016
Place: Noida

NOTES:

1. A Statement as required pursuant to Section 102 (1) of the Companies Act, 2013 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM DULY COMPLETED AND SIGNED SHOULD REACH THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED.

   A person shall not act as a proxy for more than 50 members and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, 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 a proxy for any other person.
3. Only registered members carrying the attendance slip and the holders of valid proxies registered with the Company will be permitted to attend the Meeting.
4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 16th of September, 2016 to 22nd of September, 2016 (both days inclusive) for the purpose of Annual General Meeting.
6. In order to provide protection against fraudulent encashment of dividend warrants, members who hold shares in physical mode are requested to intimate the Company's Registrar and Share Transfer Agent, MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020, under the signature of the Sole / First joint holder, the following information:
   (i) Name of the Sole / First joint holder and the Folio number
   (ii) Particulars of Bank Accounts, viz:
      (a) Name of the Bank
      (b) Name of the Branch
      (c) Complete address of the Bank with PIN code number
      (d) Account type, whether Saving Bank (SB) or Current Account (CA)
      (e) Bank Account Number
7. Members are requested to bring their copy of Annual Report with them at the Annual General Meeting. Corporate members intending to send their authorised representative(s) are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote at the Annual General Meeting.
8. Members holding shares in physical mode are requested to quote their Ledger Folio No. in all their correspondence and intimate the following directly to the Company's Registrar and Share Transfer Agent i.e. MAS Services Ltd.
   i) Changes, if any, in their address with PIN code numbers.
   ii) Request for making nominations as per the provisions contained in Section 72 of the Companies Act, 2013 in the prescribed Form SH-13.

   Members holding shares in dematerialized mode are requested to intimate the aforesaid changes directly to their Depository Participant.
9. Pursuant to Sections 124 and 125 of the Companies Act, 2013 (Corresponding to Sections 205A, 205B and 205C of the Companies Act, 1956) the dividend amount which remains unpaid/unclaimed for a period of seven years from the date of transfer to unpaid dividend accounts of the Company, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Accordingly, unpaid or unclaimed amount in respect of dividend for the financial year 2007-08 have been transferred to IEPF.

   Unclaimed dividends for the financial year 2008-2009 and thereafter will be transferred by the Company to IEPF, as and when they become due. Members who have not encashed their dividend warrants are therefore, requested to contact the Company's Registrar and Transfer Agent, M/s MAS Services Limited, for revalidation/ issue of duplicate dividend warrant. Kindly note that no claim of the members shall lie whatsoever on the unclaimed or unpaid amount of dividend after transfer of the said amount to IEPF.
10. Members desiring any information with regard to Accounts/Reports are requested to submit their queries addressed to the Company Secretary of the Company at least 10 days in advance of the Annual General Meeting so that the information called for can be made available at the Meeting.
11. All documents, including those required to be kept for inspection, referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days, except Saturdays, Sundays and holidays, during the business hours up to the date of the Annual General Meeting.
12. In terms of the relevant provisions of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, a company can serve Annual Report through electronic mode to the shareholders who have registered their e-mail address either with the Company or with the Depository Participant. Accordingly, the Annual Report of the Company, Notice of the

28th Annual General Meeting of the Company inter alia indicating the process and manner of remote e – voting along with Attendance slip and Proxy Form, Balance Sheet, Statement of Profit & Loss, Board's Report, Auditors' Reports, etc. are being sent on the email addresses of the members made available to the Company by the Depositories (NSDL/CDSL) or registered by the Members with the Company or RTA of the Company.

Members are requested to keep informed to their Depository Participant in case the shares are held in demat mode and to the RTA of the Company or at the Registered Office of the Company in case the shares are held in physical mode, as and when there is any change in their email addresses, to ensure that the documents reach them on their preferred email address.

13. The Annual Report of the Company for the year 2015-16 being circulated to the members of the Company is available on the Company's website, viz. www.spicemobility.in.

14. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices etc. from the Company in electronic mode.

15. Voting through electronic means:

I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide electronic voting facility to its members for transacting all the businesses as stated in this Notice through e-voting services being provided by National Securities Depository Limited (NSDL). The member may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

II. The facility for voting through ballot paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e–voting shall be able to vote at the Meeting.

III. The members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.

Process and Instructions for members opting for e-voting is as under:-

(A) In case of Members receiving e-mail from NSDL (For those members whose e-mail addresses are registered with Company/ Depositories):

(i) Open e-mail and open PDF file viz. "SML e-Voting.pdf" with your Client ID or Folio No. as password containing your user ID and Password for remote e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder – Login.

(iv) If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for casting your vote. If you are logging in for the first time, please enter the user ID and Password as attached with the e-mail as initial password.

(v) Password change menu appears. Change the password with a new password of your choice with minimum 8 digits/ characters or combination thereof. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Once the Home page of e-Voting opens, Click on remote e-Voting: Active Voting Cycles.

(vii) Select EVEN of Spice Mobility Limited.

(viii) Now you are ready for remote e-Voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted. Upon confirmation, the message 'Vote Cast Successfully' will be displayed.

(x) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to sanjaygrover7@gmail.com with a copy marked to evoting@nsdl.co.in.

(B) **In case of Members receiving Physical copy of Notice of Annual General Meeting (For those members whose e-mail addresses are not registered with Company/ Depositories):**

(i) User-ID and Initial password are provided in the Attendance Slip attached.

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (x) as mentioned in (A) above, to cast vote.

(C) Other Instructions:

(i) The Remote E-Voting period commences on **19th September, 2016 at 9:00 A.M. and ends on 21st September, 2016 at 5:00 P.M.** During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. on **15th September, 2016**, may cast their votes electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

(ii) The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on **15th September, 2016.**

(iii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and remote e-Voting User Manual for Shareholders, available at the downloads section of www.evoting.nsdl.com or call on toll free No. 1800 – 222 - 990.

(iv) Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 15th September, 2016, may also obtain the Login ID and Password by sending a request at evoting@nsdl.co.in or the Company at complianceofficer@smobility.in or MAS Services Limited, RTA at info@masserve.com.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the toll free No.: 1800-222-990.

Any member who has received the notice of Annual General Meeting but ceased to be a member as on cut off date i.e. 15th September, 2016 should treat this notice for information purpose only.

In case of any grievance connected with voting by electronic means, you may contact Mr. Amit Vishal, Senior Manager, NSDL through e–mail at evoting@nsdl.co.in or amitv@nsdl.co.in or on toll free No.: 1800-222-990 or Mr. Sharwan Mangla, General Manager, MAS Services Limited, RTA at info@masserve.com or on Telephone No.: 011 – 26387281.

(v) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 15th September, 2016 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

(vi) Mr. Sanjay Grover, Company Secretary in whole time practice (Membership No. FCS 4223), Managing Partner of M/s. Sanjay Grover & Associates, has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

(vii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

(viii) The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

(ix) Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of Annual General Meeting i.e. 22nd September, 2016.

(x) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.spicemobility.in and on the website of NSDL immediately after the declaration of result and communicated to the BSE Limited and National Stock Exchange of India Limited.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Dilip Modi was appointed on the Board on 21st August, 2006 as Director and has taken over as Chairman of the Company with effect from 18th February, 2014. In order to bring greater focus to capture the opportunities foreseen in the business of the Company, the Board of Directors in its meeting held on 30th November, 2015, on recommendation of Nomination and Remuneration Committee, has, subject to the approval of shareholders, appointed Mr. Dilip Modi as an Executive Director and designated him Executive Chairman of the Company.

The appointment of Mr. Dilip Modi as an Executive Director is for a period of 3 years w.e.f. 30th November, 2015. Presently, no remuneration is being paid to him. Mr. Dilip Modi is also an Executive Director of Spice Connect Private Limited, the holding company and receives his remuneration from that Company. However, the Board of Directors may decide to pay such remuneration as it deem necessary or appropriate within the permissible limit(s) prescribed under the Companies Act, 2013 with or without the approval of the Central Government, as the case may be.

Mr. Dilip Modi has given his consent for appointment as an Executive Director of the Company and has confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Modi fulfills the conditions specified in the Act and Rules made thereunder for appointment as Executive Director of the Company. The Board is of the view that his qualifications, experience and expertise would help the Company to achieve new heights. It would be in the best interest of the Company if he is appointed as an Executive Director of the Company. The Board recommends his appointment as an Executive Director of the Company and passing of the said resolution by means of a Special Resolution.

A Copy of the letter of appointment of Mr. Dilip Modi as Executive Director of the Company setting out the terms and conditions of his appointment would be available for inspection without any fee by the members at the Registered Office of the Company on all working days, except Saturdays, Sundays and holidays, during business hours.

The information as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings, in relation to Mr. Dilip Modi is given hereunder:

Name of the Director	:	Mr. Dilip Modi
Date of Birth	:	12.03.1974
Date of First Appointment on the Board	:	21.08.2006
No. of shares held	:	10,00,000 Equity Shares
Qualifications	:	Master's in Business Administration and Bachelor of Science Degree in Management Technology from Brunel University, London
Experience and expertise in specific Functional Area	:	A brief resume and nature of expertise in specific functional areas of Mr. Dilip Modi is given in the Annual Report.
Terms and Conditions of his appointment	:	He has been appointed as an Executive Director of the Company for a period of 3 years w.e.f. 30.11.2015. Mr. Modi as an Executive Director is entrusted with substantial powers of management of the Company subject to superintendence, control and direction of the Board of directors of the Company.
No. of Board Meetings attended during the year	:	All the Seven Board Meetings held during the year were attended by him.
Detail of Remuneration sought to be paid and the remuneration last drawn	:	Nil
List of Directorship in Companies (Other than Spice Mobility Limited)	:	1. Spice Global Corporate Holding Private Limited 2. Spice Connect Private Limited 3. Wall Street Finance Limited - Listed Company 4. Spice Retail Limited 5. Sunstone Learning Private Limited 6. Smart Global Financial Ventures Private Limited 7. Omniventures Private Limited 8. Digitone Mobiles Private Limited
Chairman / Member of the Committees of the Board of Directors of Companies (Other than Spice Mobility Limited) on which he is a Director (Only Audit and Stakeholders' Relationship Committee have been considered)	:	Chairman, Audit Committee - Sunstone Learning Private Limited

Mr. Modi satisfies all the Conditions as set out in Part I of Schedule V to the Companies Act, 2013. The information as prescribed in Part II of Schedule V to the Companies Act, 2013 is not applicable to the appointment of Mr. Dilip Modi as he is not being paid any salary from the Company.

No Director (other than Mr. Dilip Modi himself) and Key Managerial Personnel and their relatives, is in any way concerned or interested in this resolution.

Item No. 5

The Company through its subsidiaries is primarily engaged in the trading of IT products, Mobile handsets and their accessories and the Information and Communication Technology business providing value added services to the Telecom Operators. The funding obligations of such subsidiaries, joint ventures and associates are primarily met out of the Company's cash flows. The Company makes investments in subsidiaries and other company(ies) out of funds available with the company with a view to garner long term benefits.

As per the provisions of Section 186 of the Companies Act, 2013, a company can directly or indirectly acquire by way of subscription, purchase or otherwise, the securities of any other body(ies) corporate up to sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more. If Company desires to acquire shares by way of subscription or otherwise beyond these limits, prior approval of the shareholders is required by means of Special Resolution for making investments in excess of these limits.

Considering the future requirement(s) of business of the Company and its subsidiary company(ies), it is proposed to obtain the shareholders' approval up to an amount of Rs. 100,00,00,000/- (Rupees One Hundred Crore only) in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

Board of Directors of your company recommends the above resolution for your approval by means of Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives, is in any way concerned or interested in this resolution.

Disclosure of Inter se relationship of Directors:

None of the directors has any relationship with other directors and Key Managerial Personnel of the Company.

By Order of the Board
For Spice Mobility Limited

(M R Bothra)
Vice President-Corporate Affairs &
Company Secretary

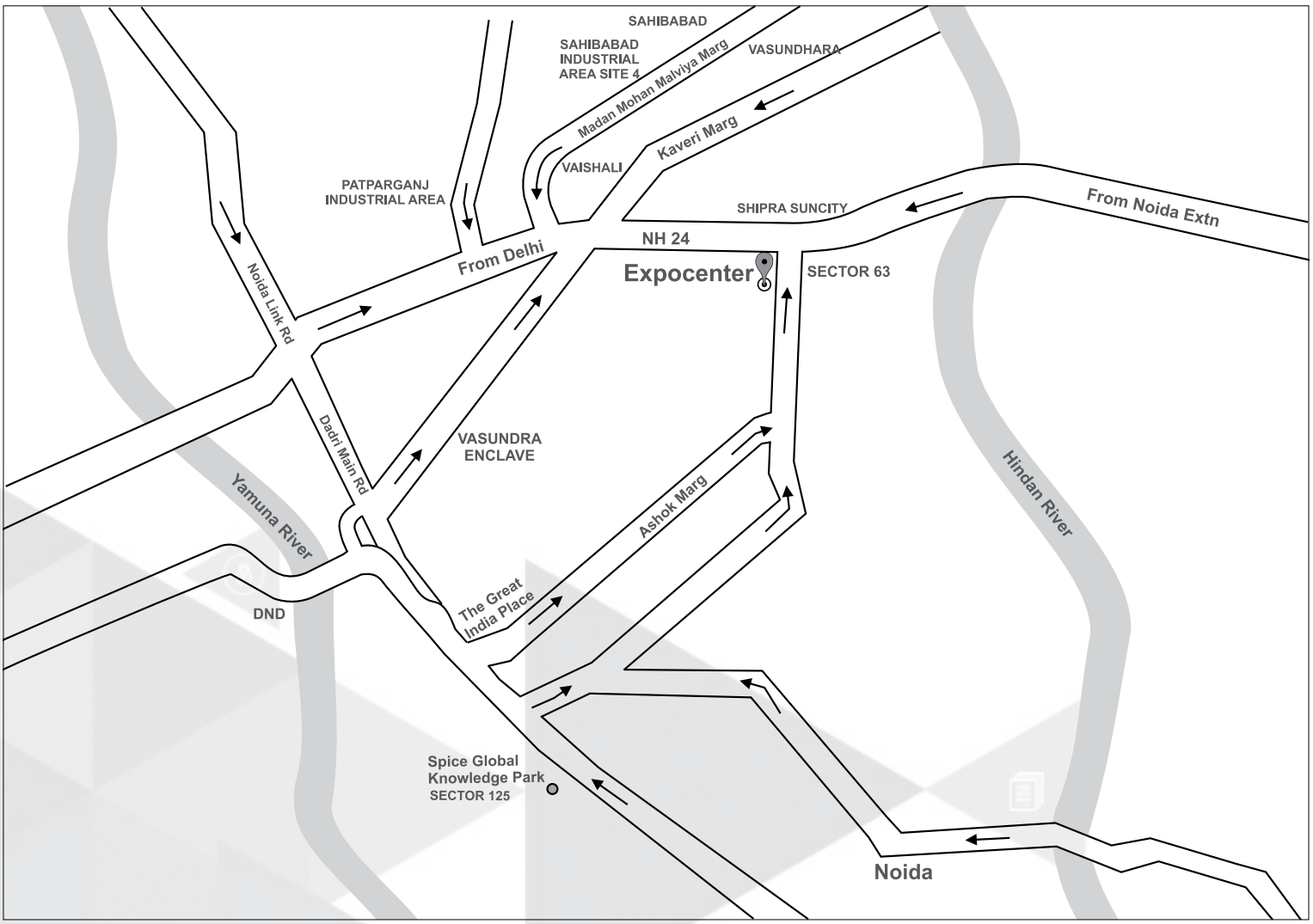
Date: 10th August, 2016
Place: Noida

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SPICE MOBILITY LIMITED

Registered Office:S Global Knowledge Park, 19A & 19B, Sector 125,
Noida, District Gautam Budh Nagar, U.P.-201301
CIN: L72900UP1986PLC008448
Tel.: 0120- 3355131; Email: complianceofficer@smobility.in
Website: www.spicemobility.in

Route map of the Venue of the 28th Annual General Meeting- 22nd September, 2016
Expo Centre, A-11, Sector -62, NH-24, Noida – 201301 (U.P.)



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SPICE MOBILITY LIMITED

Regd. Office: S Global Knowledge Park, 19A & 19B, Sector-125, Noida,
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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) 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 _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 28th Annual General Meeting of the Company, to be held on Thursday, the 22nd day of September, 2016 at 10:15 A.M. at Expo Centre, A-11, Sector 62, NH-24, Noida - 201301 (U.P) and at any adjournment thereof in respect of such resolutions as are indicated below:

	Resolutions	No. of shares held	For	Against
1.	Adoption of Financial Statements and Reports of Board of Directors and Auditors thereon and Consolidated Financial Statements of the Company and Auditors Report thereon.			
2.	Re-appointment of Mr. Dilip Modi, Director retiring by rotation			
3.	Appointment of Statutory Auditors			
4.	Appointment of Mr. Dilip Modi as an Executive Director of the Company			
5.	Approval for increase in limit for investments under Section 186 of the Companies Act, 2013			

Signed this _____ Day of _____ 2016

Affix Re.1 /- Revenue Stamp

Signature of Shareholder_____

Signature of Proxy holder(s)_____

Notes:

1. The Proxy Form in order to be effective should be duly completed, dated, signed, stamped and deposited at the Registered office of the Company not later than 48 hours before the commencement of the Meeting.
2. Proxy Holder shall carry his identity Proof at the time of attending the Meeting.
3. A Proxy need not be a member of the Company.
4. A Person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.