The Paper Products Ltd.

Registered Office: Unit No-12A-06, 13th Floor, Parinee Crescenzo, Plot No C-38/C-39,
G-Block, Behind MCA, Bandra Kurla Complex, Bandra (East), Mumbai - 400051.
CIN NO.: L21011MH1950FLC145537

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Sixty-Fourth Annual General Meeting of the Members of **The Paper Products Limited** will be held on Wednesday, the 7th May, 2014 at 4.00 P.M. at **Manik Sabhagriha, Vishwakarma, M. D. Lotlikar Vidya Sankul, Opp. Lilavati Hospital, Bandra Reclamation, Mumbai - 400 050**, to transact the following:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st December, 2013, the Profit & Loss Account for the year ended as on that date, and the Reports of the Directors' and Auditors' thereon.
2. To declare Dividend.
3. To appoint a Director in place of Mr. Johann Sippel, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Arun Kumar Gandhi, who retires by rotation and being eligible offers himself for re-appointment.
5. To re-appoint M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, Mumbai (ICAI Registration No. 301003E) the retiring Auditors, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS

6. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 and other applicable provisions if any, of the Companies Act, 1956 read with Schedule XIII to the said Act including any statutory modification or re-enactment thereof and applicable provisions of the Companies Act, 2013 (as and when notified), and subject to such approvals/ permissions as may be required to be obtained in this regard, Mr. A. Venkatrangan be and is hereby re-appointed as an Executive Director of the Company as per the following terms of appointment and remuneration as recommended by the Remuneration Committee and approved by the Board of Directors of the Company on 7th May, 2013 :

   I. Tenure: For a period of three years with effect from 1st July, 2013.

   II. Remuneration

      a. Base Salary:
         i. Basic Salary: in the scale of ₹ 31,20,000/- to ₹ 48,00,000/- per annum.
         ii. Utilities Allowance: ₹ 18,00,000/- to ₹ 27,50,000/- per annum.
         iii. Special Allowance: ₹ 16,00,000/- to ₹ 25,00,000/- per annum.
         iv. Deputation Allowance: ₹ 15,00,000/- to ₹ 24,00,000/- per annum.

      b. Leave Travel Allowance: ₹ 2,60,000/- to ₹ 4,00,000/- per annum.

      c. At the discretion of the Board of Directors of the Company (Board), the Company might pay:
         i. Bonus under the Management Incentive Programme (MIP) with a maximum of 40% of annual Base Salary (Aggregate of a(i) to a(iv) above) per calendar year of service.
         ii. Retention incentive within the maximum limit of ₹ 36,00,000/- on completion of specific period of employment with the Company.
         iii. Special incentive within the maximum limit of ₹ 50,00,000/- per calendar year of services.

      d. Annual Increment: As may be decided by the Board from time to time.

      e. Other perquisites:
         i. The Company will provide him one car with driver at Company's cost for official and personal use as per rules of the Company and also a mobile phone and telephone at residence. However, personal long distance calls on telephone shall be reimbursed to the Company.
         ii. The Company will provide him with a semi-furnished accommodation. In case, he does not opt for the Company accommodation then he will be entitled allowance at 50% of his Basic Salary.

f. The Company will reimburse the medical expenses for him and his family as per Company's policy.

g. The Company will pay mediclaim insurance premium for him and his family as per Company's policy.

h. Membership of a club will be made available to meet business associates.

i. The Company will pay Personal accident insurance premium for him as per rules of the Company.

j. The Company will contribute 12% of basic salary or as specified, towards the statutory provident fund, and to such pension benefits as per Company Scheme and Rules.

k. Gratuity payable shall not exceed half month's salary for each completed year of service.

l. Leave entitlement and leave encashment as per rules of the Company.

III. The aggregate salary and perquisites in any one financial year shall not exceed the limits prescribed under Section 198, 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII of the said Act for the time being in force and applicable provisions of the Companies Act, 2013 (as and when notified).

IV. In the event of inadequacy of profits or loss in any financial year during the currency of tenure of service of the Executive Director, the payment of salary, perquisites and other allowances in excess of the limits prescribed under Section II of Part II of Schedule XIII of the Companies Act, 1956 for the time being in force and applicable provisions of the Companies Act, 2013 (as and when notified) shall be paid subject to the sanction of the Central Government.

V. Mr. A. Venkatrangan is also entitled to participate in the Share ownership plan/Employee Stock option plan of Huhtamaki OYJ for achieving targets set forth by the Huhtamaki Group (ultimate Holding Company of the Company), at the sole discretion of the Huhtamaki Group. The scheme detailed above are assessed, managed and administered by the Huhtamaki Group and there is no cost charged to the Company.

RESOLVED FURTHER THAT the Executive Director shall be entitled to be paid/reimbursed by the Company all cost, charges and expense as may be incurred by him for the purposes of or on behalf of the Company.

RESOLVED FURTHER THAT the Board of Directors is hereby authorized to alter and vary the terms and conditions of appointment and remuneration of Mr. A. Venkatrangan.

RESOLVED FURTHER THAT in the event of any further relaxation by the Central Government in the guidelines or ceilings on managerial remuneration, the Board of Directors be and is hereby authorised to increase the remuneration and/or perquisites to Mr. A. Venkatrangan, Executive Director, if they, in their absolute discretion think fit, within such guidelines or ceilings subject to obtaining the approval of Central Government wherever applicable and for which consent of the Company as required under various applicable provisions of the Companies Act, 1956, be and is hereby granted.''

7. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 198, 269, 309, 310 and other applicable provisions if any, of the Companies Act, 1956 read with Schedule XIII to the said Act including any statutory modification or re-enactment thereof and applicable provisions of the Companies Act, 2013 (as and when notified), and subject to such approvals/permissions as may be required to be obtained in this regard, Mr. Suresh Gupta be and is hereby re-appointed as the Chairman & Managing Director of the Company as per the following terms of appointment and remuneration as recommended by the Remuneration Committee and approved by the Board of Directors of the Company on 13th November, 2013:

I. Tenure: For a period of three years with effect from 1st January, 2014.

II. Remuneration

a. Base Salary:

i. Basic Salary: in the scale of ₹ 80,00,000/- to ₹ 1,20,00,000/- per annum.

ii. Special Allowance: ₹ 4,35,000/- to ₹ 6,54,000/- per annum.

iii. Utilities and Education Allowance: ₹ 4,35,000/- to ₹ 6,54,000/- per annum.

iv. Leave Travel Allowance: ₹ 8,70,000/- to ₹ 13,05,000/- per annum.

b. At the discretion of the Board of Directors of the Company (Board) the Company might pay Bonus under the Management Incentive Programme (MIP) with a maximum of 60% of annual Base Salary (Aggregate of "a" above) per calendar year of service or a proportionate part thereof for any incomplete year of service.

c. Annual Increment: As may be decided by the Board from time to time.

d. The Company will pay the house rent allowance at 60% of Basic Salary a(i) and cash allowances a(ii) and a(iii) above.

e. The Company will provide him one car with driver at Company's cost for official and personal use as per rules of the Company and also a mobile for official use and telephone at residence. However, personal long distance calls on telephone shall be reimbursed to the Company.

f. The Company will reimburse the medical expenses in India and abroad for him and his family as per Company's policy.

g. The Company will pay mediclaim insurance premium for him and his family as per Company's policy.

h. Membership of two clubs.

i. The Company will pay Personal accident insurance premium for him as per rules of the Company.

j. The Company will contribute 12% of basic salary or as specified, towards the statutory provident fund, and to such pension benefits as per Company Scheme and Rules.

k. Gratuity, Leave entitlement and leave encashment as per rules of the Company.

III. The aggregate salary and perquisites in any one financial year shall not exceed the limits prescribed under Sections 198, 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII of the said Act or applicable provisions of the Companies Act, 2013 as and when notified for the time being in force.

IV. In the event of inadequacy of profits or loss in any financial year during the currency of tenure of service of the Chairman & Managing Director, the payment of salary, perquisites and other allowances in excess of the limits prescribed under Section II of Part II of Schedule XIII of the Companies Act, 1956 for the time being in force and applicable provisions of the Companies Act, 2013 (as and when notified) shall be paid subject to the sanction of the Central Government.

V. Mr. Suresh Gupta is also Executive Vice President – Flexibles Global and a member of the Group Executive Team of the Huhtamaki OYJ (ultimate holding Company of your Company) for which he receives separate remuneration from Huhtamaki OYJ. Such remuneration is not part of the remuneration payable to Mr. Suresh Gupta as the Chairman & Managing Director of the Company. Hence, the same is not included in the remuneration as set out hereinabove.

VI. Mr. Suresh Gupta is also entitled to participate in the Share Ownership Plan/Employee Stock Option Plan of Huhtamaki OYJ for achieving targets set forth by the Huhtamaki Group (ultimate Holding Company of the Company), at the sole discretion of the Huhtamaki Group. The scheme detailed above are assessed, managed and administered by the Huhtamaki Group and there is no cost charged to the Company.

RESOLVED FURTHER THAT Mr. Suresh Gupta shall be entitled to be paid/reimbursed by the Company all costs, charges and expenses as may be incurred by him for the purposes of or on behalf of the Company.

RESOLVED FURTHER THAT the Board of Directors is hereby authorized to alter and vary the terms and conditions of appointment and remuneration of Mr Suresh Gupta.

RESOLVED FURTHER THAT In the event of any further relaxation by the Central Government in the guidelines or ceilings on managerial remuneration, the Board of Directors be and is hereby authorised to increase the remuneration and/or perquisites to Mr. Suresh Gupta, Chairman & Managing Director, if they, in their absolute discretion think fit, within such guidelines or ceilings subject to obtaining the approval of Central Government wherever applicable and for which consent of the Company as required under various applicable provisions of the Companies Act, 1956 and applicable provisions of the Companies Act, 2013 (as and when notified), be and is hereby granted.''

8. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 21 and other applicable provisions, if any, of the Companies Act, 1956, including any statutory modification or re-enactment thereof and applicable provisions of the Companies Act, 2013 (as and when notified) and subject to approval of the Central Government/Registrar of Companies and subject to such other approval as may be required, approval of the Company be and is hereby accorded to change the name of the Company from "The Paper Products Limited" to "Huhtamaki PPL Limited".

RESOLVED FURTHER THAT Clause I of the Memorandum of Association of the Company be substituted by the following Clause:

I. The name of the Company is "Huhtamaki PPL Limited".

RESOLVED FURTHER THAT the name "The Paper Products Limited" wherever it occurs in the Articles of Association of the Company be substituted by the new name "Huhtamaki PPL Limited".

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed expedient to give effect to the above resolution."

By Order of the Board
For **The Paper Products Limited**

Place: Mumbai
Date: 18th March, 2014

Anand Daga
Company Secretary & Head - Legal

NOTES

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, MUST REACH THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LATTER THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING. Format of the proxy form is annexed to this report.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th April, 2014 to Wednesday, 7th May, 2014 (both days inclusive) for determining the shareholders who are entitled to receive dividend on equity shares. In respect of shares held in electronic form, dividend will be paid on the basis of beneficial ownership as of Wednesday, 23rd April, 2014 as per details furnished by the depositories for this purpose.

4. All correspondence relating to transfer of shares, change of address, dividend mandates etc. quoting their folio numbers should be sent to the Registrar & Transfer Agents (R&T Agents) only at the following addresses:

SHAREPRO SERVICES (INDIA) PRIVATE LIMITED	
UNIT: PPL 13AB, Samhita Warehousing Complex, 2nd floor, Sakinaka Telephone Exchange Lane, Off Andheri – Kurla Road, Sakinaka, Andheri (E), Mumbai: 400 072. **Tel. Nos.:** (022) 6772 0300 / 6772 0351 / 2 / 3 **Fax No.:** (022) 2837 5646 **Email:** sharepro@shareproservices.com	**UNIT: PPL** 912, Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai: 400 021. **Tel. Nos.:** (022) 2288 1569 / 2288 4527 / 6772 0700 **Fax No.:** (022) 2282 5484 **Email:** sharepro@vsnl.com
Website: www.shareproservices.com	

5. Pursuant to the provisions of Section 205A and 205C of the Companies Act, 1956, as amended, dividend for the financial year ended 31st December, 2006 and thereafter, which remain unpaid or unclaimed for a period of 7 years from the date on which such dividend was due for the payment for the first time, is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Members who have not encashed their dividend warrant(s) for the Financial Year ended 31st December, 2006 or for any of the subsequent Financial Years are requested to send their claims to the Registered Office of the Company. It may be noted that once the unclaimed dividend is transferred to the IEPF as above, no claim shall lie in respect thereof with the Company as well as IEPF.

6. Members who hold shares in physical form

   a) are requested to inform R&T Agents of the Company, their email address, Income Tax Permanent Account Number (PAN), if any, allotted to them by the Income Tax Authorities.

   b) can avail the facility of nomination in the prescribed form. The nominee shall be the person in whom all rights of transfer shall vest in the event of the death of the shareholder(s). A minor can be nominee provided the name of the guardian is mentioned in the nomination form. The facility of nomination is not available to non-individual shareholders such as Societies, Trusts, Bodies Corporates, Partnership Firms, Kartas of Hindu Undivided Families and holders of Powers of Attorney. For further details members may please contact the Company's Secretarial Department at the Registered Office or the R&T Agents of the Company.

   c) are requested to notify to the R&T Agents of the Company, any change in their addresses, quoting their folio numbers.

   d) are requested to note that, in order to avoid any loss/interception in postal transit and also to get prompt credit of dividend through Electronic Clearing Services (ECS), they should submit their ECS details. Alternatively, members may provide details of their bank account quoting their folio numbers to the R&T Agents to enable them to print such details on the dividend warrants.

   e) under multiple folio(s) are requested to submit their application to R&T Agents for consolidation of folio(s) into single folio.

7. Members holding shares in dematerialised form

   a) may contact their Depository Participant(s) for recording nomination in respect of their shares.

   b) may please note that their bank details as furnished by the respective depositories to the Company will be printed on their dividend warrants as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such members for change/deletion in such bank details. Further instructions, if any, already

given by them in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held in electronic form. Members may therefore give instructions regarding bank accounts in which they wish to receive dividend, to their Depository Participants.

c) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

d) Members are requested to bring their copies of the Annual Report and attendance slip to the Meeting.

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

ITEM NO. 6

The Board of Directors of the Company has re-appointed Mr. A. Venkatrangan as an Executive Director of the Company w.e. f.1st July, 2013 for a period of three years. The Remuneration Committee of the Board of Directors at their Meeting held on 7th May, 2013, recommended to the Board, the remuneration and the terms and conditions as set out in the Ordinary Resolution contained in the Notice attached hereto. Further, Mr. A. Venkatrangan will also be entitled to shares/ESOPs of Huhtamaki Oyj for achieving targets set forth by the Huhtamaki Group.

Detailed information about Mr. A. Venkatrangan is provided in Annexure to this notice.

Your Directors recommend the Ordinary Resolutions as set out in Item No. 6.

Excepting Mr. A. Venkatrangan, none of the Directors, Key Managerial Personnel including their relatives are concerned or interested in this resolution. Mr. A. Venkatrangan holds 5000 Shares (0.008%) in your Company.

ITEM NO. 7

The Board of Directors of the Company has re-appointed Mr. Suresh Gupta as the Chairman & Managing Director of the Company w.e. f. 1st January, 2014 for a period of three years. The Remuneration Committee of the Board of Directors at their Meeting held on 13th November, 2013, recommended to the Board, the remuneration and the terms and conditions as set out in the Ordinary Resolution contained in the Notice attached hereto. Further, Mr. Suresh Gupta will also be entitled to shares/ ESOPs of Huhtamaki Oyj for achieving targets set forth by the Huhtamaki Group.

Detailed information about Mr. Suresh Gupta is provided in Annexure to this notice.

Your Directors recommend the Ordinary Resolutions as set out in Item No. 7.

None of the Directors of the Company, Key Managerial Personnel including their relatives except Mr. Suresh Gupta are concerned or interested in this resolution. As on date Mr. Suresh Gupta along with his relatives has disposed off all the 1884087 Equity Shares (3.01%) held by them in your Company**.**

ITEM NO. 8

As you are aware "The Paper Products Limited" is popularly known as "PPL" and is engaged in business of manufacture and sale of flexible packaging material, labeling material, specialized cartons and packaging machines and has significant brand equity in the Indian packaging market. PPL is a subsidiary of Huhtavefa B.V., Finland, part of Huhtamaki Group. Huhtamaki is a global manufacturer of consumer and specialty packaging. Huhtamaki Group's core business areas are food-service disposables, flexible and molded fiber packaging as well as films. Huhtamaki is a global brand name in packaging industry. In order to identify the name of the Company with "Huhtamaki", the global brand as well as to have the continued connect of "PPL" with the packaging industry, the Board of Directors have, at the request of Huhtavefa B.V. recommended the change in the name of the Company from "The Paper Products Limited" to "Huhtamaki PPL Limited".

The Register of Companies, Maharashtra, Mumbai, vide letter dated 12th March, 2014 has made the aforesaid name, viz., "Huhtamaki PPL Limited" available to the Company for adoption. In terms of Section 21 of the Companies Act, 1956, the name of a Company can be changed only by passing a Special Resolution by the members and with the approval of the Central Government.

Your Directors recommend the Special Resolutions as set out in Item No. 8.

None of the Directors, Key Managerial Personnel and their relatives are interested or concerned in the proposed Special Resolution.

By Order of the Board
For **The Paper Products Limited**

Place: Mumbai
Date: 18th March, 2014

Anand Daga
Company Secretary & Head - Legal

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

(In pursuance of Clause 49 IV (G) (i) of the Listing Agreement)

Particulars	1	2	3	4
Name of Director	Mr. Johann Sippel	Mr. Arun Kumar Gandhi	Mr. A. Venkatrangan	Mr. Suresh Gupta
Date of Birth	20.10.1959	15.03.1943	22.02.1960	20.10.1952
Date of Appointment	16.03.2011	30.03.2002	04.06.2012	20.03.1992
Expertise in specific field	He has over 28 years of experience including 24 years in Huhtamaki Group companies in different roles. He currently holds position of Vice President Finance, Flexible Packaging Global, leading the finance function for this segment of Huhtamaki Oyj since January, 2010. He has finance and accounts related expertise.	He has been an Independent Director of the Company since March, 2002 and has Finance and Accounts related expertise.	Mr. A. Venkatrangan has been with the Company since January, 1999 and has a total experience of 33 years, wherein he has worked in Corporate Planning, Costing, MIS, Budget Control, Operations, Internal Audit and Commercial functions at various levels with Murugappa Group and Essar Group.	He has diverse management experience of over 40 years, including 26 years in the Company.
Qualification	He holds Post Graduate degree of Certified Accounting specialist (CCI) from Germany.	Fellow Member of the Institute of Chartered Accountants England & Wales and the Institute of Chartered Accountants of India. He is an Associate Member of the Chartered Institute of Taxation, London.	Graduate in Commerce and MBA in Finance and Marketing.	Masters in Management (MMS) from Jamnalal Bajaj Institute of Management studies, Mumbai.
Name of other companies in which he holds Directorship*	Nil	United Spirits Ltd, Walchandnagar Industries Ltd.	Webtech Labels Private Limited.	Webtech Labels Private Limited.
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board$	Nil	United Spirits Ltd. (Audit Committee – Chairman; Shareholder/ Investor Grievance Committee – Member).	Nil	Nil
No. of Shares held in The Paper Products Limited	Nil	Nil	5000 Shares (0.008%)	As on date Mr. Suresh Gupta has disposed off all the 1884087 Equity Shares (3.01%) held by him along with his relatives.
Relationship with other Directors	None	None	None	None

Note:

* Details in this regard exclude Directorships held in private limited companies which are not subsidiaries or holding companies of public limited companies, unlimited companies, foreign companies, associations not carrying on business for profit or which prohibits the payment of dividend, statutory entities and also alternate directorships as provided under Section 278 of the Companies Act, 1956.

$ Details in this regard include the Chairmanship/membership of the Audit Committee and the Shareholders' Grievance committee of only public limited companies, whether listed or not.

The Paper Products Ltd.

Regd. Office : Unit No-12A-06, 13th Floor, Parinee Crescenzo, Plot No C-38/C-39,
G-Block, Behind MCA, Bandra Kurla Complex, Bandra (East), Mumbai - 400051.

DP ID No.:
L.F. No. / CL. ID No. :

ATTENDANCE SLIP

I / We hereby record my / our presence at the 64th ANNUAL GENERAL MEETING at **Manik Sabhagriha, Vishwakarma, M. D. Lotlikar Vidya Sankul, Opp. Lilavati Hospital, Bandra Reclamation, Mumbai - 400 050** on Wednesday, 7th May, 2014 at 4.00 P.M.

NAME & ADDRESS OF THE SHAREHOLDER (S)

_____

_____

_____

_____

SIGNATURE OF THE SHAREHOLDER(S) OR THE PROXY ATTENDING THE MEETING

IF SHAREHOLDER, PLEASE SIGN HERE	IF PROXY, PLEASE SIGN HERE

Note :

1. A shareholder / proxyholder wishing to attend the meeting must bring the Attendance Slip to the Meeting and hand over the same at entrance of the meeting hall, duly signed.
2. A shareholder / proxyholder designing to attend the meeting should bring his copy of the Annual Report for reference at the meeting.

The Paper Products Ltd.

Regd. Office : Unit No-12A-06, 13th Floor, Parinee Crescenzo, Plot No C-38/C-39,
G-Block, Behind MCA, Bandra Kurla Complex, Bandra (East), Mumbai - 400051.

DP ID No.:
L.F. No. / CL. ID No. :

PROXY FORM

I / We_____of_____

_____ being a member/members of THE PAPER PRODUCTS LIMITED hereby appoint _____of _____ or failing him / her _____of _____ as my / our proxy to vote for me / us or on my / our behalf at the 64th ANNUAL GENERAL MEETING of the Company to be held at **Manik Sabhagriha, Vishwakarma, M. D. Lotlikar Vidya Sankul, Opp. Lilavati Hospital, Bandra Reclamation, Mumbai - 400 050** on Wednesday, 7th May, 2014 at 4.00 P.M. and at any adjournment thereof.

As witness my / our hand(s) this _____day of _____2014.

Affix
Re. 1
Revenue
Stamp

_____

[Signature of the Shareholder(s)]

No. of Shares held _____

Note :

1. The Proxy Form must be returned so as to reach the Registered Office of the Company, not less than FORTY- EIGHT HOURS before the time fixed for holding the aforesaid meeting.
2. A proxy need not be a member of the Company.