

McLeod Russel India Limited

CIN : L51109WB1998PLC087076

Registered Office : Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata - 700 001.

TEL : 033-2210-1221, 2248-9434/35 FAX : 91-33-2248-8114/6265/3683

E-Mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com



MCLEOD RUSSEL
Believe in tea

ATTENDANCE SLIP

(To be presented at the entrance)

NINETEENTH ANNUAL

GENERAL MEETING

on Wednesday

9th August, 2017

at 10:30 a.m.

at **Kala Mandir**

48, Shakespeare Sarani

Kolkata - 700 017

Folio No./Client ID & DP ID. :

- A member/proxy wishing to attend the Meeting must complete this Attendance Slip before coming to the Meeting and hand it over at the entrance.
- If you intend to appoint a proxy, please complete the Proxy Form and deposit it at the Company's Registered office, at least 48 hours before the Meeting.
- Please bring your copy of the Annual Report to the Meeting.

I record my presence at the
NINETEENTH ANNUAL GENERAL MEETING

Name of the Proxy in Block Letters
(if the Proxy attends instead of the Members)

Signature of Member/Proxy

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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]

CIN : L51109WB1998PLC087076

Name of the Company : McLeod Russel India Limited

Registered Office : Four Mangoe Lane, Surendra Mohan Ghosh Sarani

Kolkata - 700 001.

Name of the Member(s) :

Registered address :

E-mail Id :

Folio No. /Client Id. & DP Id. :

I/We, being the Member(s) ofshares of McLeod Russel India 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 19th Annual General Meeting of the Company, to be held on Wednesday, the 9th August 2017 at 10:30 a.m. at Kala Mandir Auditorium, 48 Shakespeare Sarani, Kolkata-700017 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution Nos.

1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2017, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.
2.	Declaration of dividend for the financial year ended 31st March 2017.
3.	Appointment of a Director in place of Mr. R. Takru (holding DIN:00023796), who retires by rotation and being eligible, offers himself for re-appointment.
4.	Appointment of a Director in place of Mr. K. K. Baheti (holding DIN:00027568), who retires by rotation and being eligible, offers himself for re-appointment.
5.	Appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Auditors of the Company for a period of 5 consecutive years and to authorize the Board of Directors to fix their remuneration.
6.	Re-appointment of Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the resolution and the relative explanatory statement.
7.	Special Resolution for approval of remuneration payable to Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company for a period of three years commencing from 1st April 2017 as specified in the special resolution and the relative explanatory statement.
8.	Special Resolution for waiver of recovery of excess remuneration paid to Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company during the year ended 31st March 2017.
9.	Special Resolution for approval of re-appointment of Mr. R. Takru (holding DIN:00023796) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement.
10.	Special Resolution for approval of re-appointment of Mr. A. Monem (holding DIN:00023799) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement.
11.	Special Resolution for approval of re-appointment of Mr. K. K. Baheti (holding DIN:00027568) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement.
12.	Special Resolution for adoption of new set of Articles in substitution of the existing Articles in the Articles of Association of the Company.
13.	Ratification of remuneration payable to the Cost Auditors in terms of Section 148 of the Companies Act, 2013.
14.	Special Resolution for keeping the Register of Members and other documents as may be required at the Corporate Office of Meheshwari Datamatics Private Limited, Registrar and Share Transfer Agent of the Company at 23 R. N. Mukherjee Road, 5th Floor, Kolkata - 700001.

Signed this day of2017.

Signature of shareholder(s) Signature of Proxy holder(s)

Notes :

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata-700001, 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 Nineteenth Annual General Meeting.**
- 3. A Member may vote either for or against each of the above resolutions.**

Affix Revenue Stamp
