

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 : U29305RJ1992PLC007003
 Name of the Company : **Dhabriya Polywood Limited**
 Registered Office : B-9D(1), Malviya Industrial Area, Jaipur

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:

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rdAnnual General Meeting of the company, to be held on the Saturday 26thday of September 2015, at 11.00 a.m. at SP-2032(A), Ramchandrapura Industrial Area, Sitapura Extension, Jaipur – 302 020 (Rajasthan) and/or at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Vote	
		For	Against
	Ordinary Business		
1.	To consider and adopt the audited financial statements (both consolidated & standalone) for the financial year ended March 31, 2015 which includes the statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's.		
2.	To consider re-appointment of Mr. Mahendra Karnawat (DIN: 00519876) and Mr. Shreyansh Dhabriya (DIN: 06940427) both Whole-Time Directors of the Company, who retires by rotation and being eligible offers themselves for re-appointment.		
3.	To ratify the appointment of M/s. Narendra Sharma & Co., Chartered Accountants as Statutory Auditors & fixing their remuneration for the year 2015-16		

	Special Business		
4.	To Increase the Authorize Share Capital of the Company from Rs. 1000 Lakhs to Rs. 1250 Lakhs		
5.	To Issue Bonus Equity Shares in proportion to 1 (one) Equity Share for 4 (four) existing Equity Shares		
6.	To Approve 'Polywood Stock Option Scheme 2015'		
7.	To Approve 'Polywood Stock Option Scheme 2015' for its Subsidiaries		
8.	To Revise the terms of Remuneration of Managing Director Mr. Digvijay Dhabriya		
9.	To Revise the terms of Remuneration of Whole-Time Director Mrs. Anita Dhabriya		
10.	To Revise the terms of Remuneration of Whole-Time Director Mr. Mahendra Karnawat		
11.	To Revise the terms of Remuneration of Whole-Time Director Mr. Shreyansh Dhabriya		

Signed this _____ day of _____ 2015

Affix
Revenue
stamp here

Signature of Shareholder

Signature of Proxy holder

Notes:

1. A Proxy need not be a member of the Company.
2. This form of Proxy must be deposited at the Registered Office of the Company at B-9D(1), Malviya Industrial Area, Jaipur (Raj) – 302017, not less than 48 hours before the commencement of the Meeting.
3. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.