



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. / DP ID / Client ID:	

I / We, being the Member(s), holding _____ shares of the above named Company, 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 81st Annual General Meeting of the Company, to be held on **Thursday, the 3RD DAY OF SEPTEMBER, 2015 at 11-30 A.M.** at the Mini Auditorium Hall of the Science City, J. B. S. Haldane Avenue, Kolkata – 700 046 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	#	
		For	Against
Ordinary Businesses			
1.	Adoption of the financial statements of the Company for the financial year ended 31 st March, 2015, the Reports of the Board of Directors and Auditors thereon.		
2.	Re-appointment of Mr. A. K. Kothari (DIN 00051900) who retires by rotation, and being eligible, offers himself for re-appointment.		
3(a)	Re-appointment of M/s. Singhi & Co., Chartered Accountants, Kolkata, (Firm Registration No. 302049E) as the Auditor of the Company, to hold office for 5 (five) consecutive years for a term up to the conclusion of the 86 th Annual General Meeting of the Company to be held in the calendar year 2020.		
3(b)	Ratification of re-appointment of M/s. Dutta Ghosh & Associates, Chartered Accountants, Kolkata, (Firm Registration No. 309088E), as Branch Auditor of GIS Cotton Mill, Champdany, a unit of the Textile Division of the Company, to hold office till the conclusion of the 82 nd Annual General Meeting of the Company and authority to the Board of Directors to fix remuneration.		
3(c)	Ratification of re-appointment of M/s. Kothari & Company, Chartered Accountants, Kolkata, (Firm Registration No. 301178E), as Branch Auditor of Engineering (MICCO) Division of the Company, to hold office till the conclusion of the 82 nd Annual General Meeting of the Company and authority to the Board of Directors to fix remuneration.		
Special Businesses			
4.	Ratification of remuneration payable to Cost Auditor of Engineering (MICCO) Division for the financial year 2014-15.		
5.	Ratification of remuneration payable to Cost Auditors of Tea, Textile, Engineering (MICCO) and Chemical (Waldies) Divisions of the Company for the financial year 2015-16.		
6.	Appointment of Mrs. Sucharita Basu De (DIN: 06921540), as an Independent Director of the Company from the conclusion of this Annual General Meeting, not liable to retire by rotation, and to hold office for 5 (five) consecutive years for a term upto the conclusion of the 86 th Annual General Meeting of the Company to be held in the calendar year 2020.		
7.	Consent to the Board of Directors of the Company to offer or invite subscriptions for secured / unsecured redeemable non-convertible debentures, in one or more series /tranches, aggregating up to Rs.100 crores (Rupees one hundred crores), on private placement, from such persons and on such terms and conditions as the Board of Directors of the Company may determine, from time to time.		

Signed this _____ day of _____, 2015

Signature of Shareholder(s) _____

Signature of Proxyholder(s) _____

Affix Revenue Stamp

Notes:

- This form of proxy in order to be effective should be completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- For the Resolutions, Statement and Notes please refer to the Notice of the 81st Annual General Meeting.
- # It is optional to put a 'X' in the appropriate column against the Resolution indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.