



# MADHYA BHARAT PAPERS LIMITED

Regd. Office: Village Birgahni, Rly & Post Champa-495 671, Dist. Janjgir-Champa, Chhattisgarh

CIN: L21012CT1980PLC001682, Tel: 09203906288

E-mail: mbplcal@vsnl.net, Website: www.mbpl.in

## NOTICE

**NOTICE** is hereby given that the 38<sup>th</sup> Annual General Meeting of the members of **MADHYA BHARAT PAPERS LIMITED** will be held at the Registered Office of the Company at Village Birgahni, Rly & Post Champa-495 671, Dist. Janjgir-Champa (Chhattisgarh) on **Friday, the 28<sup>th</sup> September, 2018 at 11.00 A.M.** to transact the following business:

### Ordinary Business

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Jaydeep Chitlangia (DIN: 00094002) who retires by rotation and being eligible, offers himself for re-appointment.

### Special Business

3. **Re-appointment of Shri Vinod Kumar Khanna (DIN: 00123393), as a Whole-time 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 of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force), read with Schedule V thereof, in consideration of the recommendations of Nomination & Remuneration Committee and Board of Directors, the consent of the Members be and is hereby accorded to the re-appointment of Shri Vinod Kumar Khanna (DIN: 00123393) as a Whole-time Director of the Company, liable to retire by rotation, for a period of three years with effect from 13<sup>th</sup> August, 2018, on a salary of Rs 1,81,000 (Rupees one lakh eighty one thousand only) per month plus Gratuity and Superannuation as applicable, which may be revised, within the limits laid down in Schedule V, by the Nomination and Remuneration Committee subject to approval by the Board and acceptance of Shri Vinod Kumar Khanna at any time during the tenure of his appointment and that the said remuneration be treated as minimum remuneration notwithstanding, no profits or inadequate profits in any financial year.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take all necessary steps to give effect to the aforesaid resolution.”

4. **Approval for continuation of current term of Shri Abhas Sen, Independent Director**

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

“RESOLVED THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded to Shri Abhas Sen (DIN: 01450642), Director of the Company who has attained the age of 81 years to continue to hold office of Independent Director under the current tenure of appointment i.e. upto the conclusion of 39<sup>th</sup> Annual General Meeting to be held in calendar year 2019.”

5. **Approval for continuation of current term of Shri Raghuvansh Lal Kapur, Independent Director**

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

“RESOLVED THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded to Shri Raghuvansh Lal Kapur (DIN: 00002483), Director of the Company who has attained the age of 85 years to continue to hold office of Independent Director under the current tenure of appointment i.e. upto the conclusion of 40<sup>th</sup> Annual General Meeting to be held in calendar year 2020.”

By Order of the Board

**V.K. Khanna**

*Company Secretary*

(FCS-1855)

Dated : 13<sup>th</sup> August, 2018

Place : Kolkata

### NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed hereto.
2. **A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in the meeting instead of himself / herself and the proxy need not be a Member of the Company.** A Person can act as Proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the paid up capital of the Company carrying voting rights. A member holding more than ten percent of the paid up capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.

## Madhya Bharat Papers Limited

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3. Pursuant to the provisions of Section 91 of the Companies Act, 2013, Register of Members and the Share Transfer Books of the Company will remain closed from 22<sup>nd</sup> September, 2018 to 28<sup>th</sup> September, 2018 (both days inclusive).
  4. Members who have not registered their email addresses for receiving all communications including Annual Report, Notices, Circulars, etc, over email are requested to register their email address with their Depository Participants, if the shares are held in dematerialized form and with the Registrar and Transfer Agents, if the shares are held in physical form.
  5. 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 their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Registrar and Share Transfer Agents.
  6. Copies of Annual Report 2017-18 and instruction for e-voting along with attendance slip and proxy form are being sent by electronic mode to all members whose email address is registered with the Company/Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email address, physical copies are being sent by the permitted mode.
  7. All the documents referred to in the Notice and Statement will be available for inspection at the Registered Office of the Company during normal business hours on all working days till the date of ensuing Annual General Meeting.
  8. Members are requested to intimate change of addresses, if any, to the Registrar and Share Transfer Agents in respect of equity shares held in physical mode and to the Depository Participant(s) in respect of shares held in dematerialized form.
  9. Complete particulars of the venue of the Meeting including route map and prominent land mark for easy location is enclosed for the convenience of the members. The same has also been hosted at the website of the Company at [www.mbpl.in](http://www.mbpl.in).
  10. Members/Proxies are requested to bring the attendance slips with them duly filled in and hand over the same at the entrance of the meeting hall. Members/Proxies are also requested to carry photo identity card and to produce the same on demand.
  11. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "SEBI Regulations") the Company is pleased to provide its Members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 38<sup>th</sup> Annual General Meeting by the electronic means and the business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL). The Board of Directors of the Company has appointed Mr. A.K. Labh, Practising Company Secretary (FCS 4848 / CP-3238) as the Scrutinizer for conducting the remote e-voting and the voting through physical ballot process to be conducted at the Annual General Meeting in a fair and transparent manner.
  12. **The instructions for shareholders voting electronically are as under:**
    - I. The voting period begins on 25.09.2018 at 10.00 A.M. and ends on 27.09.2018 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21.09.2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
    - II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
    - III. Those person who become Members of the Company after dispatch of AGM Notice but on or before 21<sup>st</sup> September, 2018 (Cut Off Date) may obtain the login ID and password by sending a request to the Registrar & Share Transfer Agent at [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) or to the Company at [mbplcal@vsnl.net](mailto:mbplcal@vsnl.net). However, those persons already registered with CDSL for remote e-voting can use their existing user ID & password for login.
    - IV. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
    - V. Click on Shareholders.
    - VI. Now Enter your User ID
      - a) For CDSL: 16 digits beneficiary ID,
      - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
      - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
    - VII. Next enter the Image Verification as displayed and Click on Login.
    - VIII. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
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IX. If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Deptt. (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details or Date of Birth(DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (VI).

- X. After entering these details appropriately, click on “SUBMIT” tab.
- XI. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- XII. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XIII. Click on the EVSN for the relevant <Madhya Bharat Papers Ltd> on which you choose to vote.
- XIV. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- XV. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- XVI. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- XVII. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- XVIII. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- XIX. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XX. Shareholders can also cast their vote using CDSL’s mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store by Android users, from App store by iPhone users and from Windows Phone Store by Windows phone users. Thereafter please follow the instructions as prompted by the mobile app while voting on your mobile.
- XXI. Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

## Madhya Bharat Papers Limited

XXII. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

### Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

#### Item No. 3

The Board of Directors of the company subject to the approval of the Members have re-appointed Shri Vinod Kumar Khanna as Whole-time Director of the Company for a period of 3 years w.e.f. 13<sup>th</sup> August, 2018 at the remuneration and other terms and conditions as contained in the resolution. His re-appointment and remuneration have been recommended by the Nomination and Remuneration Committee.

He has been associated with the Company since last 36 years. Your Directors are of the opinion that his continued association with the Company and his rich experience will be beneficial to the Company.

The Resolution set out in Item No. 3 of the Notice convening the meeting has to be considered accordingly and the Board recommends the same.

No Director, Key Managerial Personnel or their relatives are interested or concerned, financially or otherwise, in the resolution, except Shri Vinod Kumar Khanna, to whom the resolution relates.

**Statement required pursuant to the provisions of Schedule V of the Companies Act, 2013 is given below:**

#### I. GENERAL INFORMATION:

1. Nature of Industry: The Company is engaged in the business of manufacturing of Writing & Printing Paper.
2. Date or expected date of commencement of commercial production: Company is in operation since 1984.
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
4. Financial Performance based on given indicators: (₹ in lakhs)

Particulars	2017-18	2016-17
Revenue from Operations	3547.40	3863.04
Profit/ (Loss) before tax	(1683.12)	(1297.29)
Profit/ (Loss) after tax	(1039.84)	(852.24)

5. Foreign investments or collaborations, if any: Nil

#### II. INFORMATION ABOUT THE APPOINTEE:

1. Background details: Shri Vinod Kumar Khanna is M.Com, LLB, FCA, FCS, FCMA and has joined Company on 19.10.1982
2. Past remuneration: Shri Vinod Kumar Khanna had drawn remuneration of Rs. 21,72,0000/- (inclusive of all perquisites) during the financial year 2017-18 as Executive Director & Company Secretary.
3. Recognition or Awards: Awarded Certificate of Merit and Cash Prize for ranking 3<sup>rd</sup> in the final examination of Cost Accountancy.
4. Job profile and his suitability: Shri Vinod Kumar Khanna has been contributing in his role towards achievement of the goals of the organization. He has extensive experience in the areas of Finance, Secretarial, Legal and Overall Management. Hence, on the basis of recommendation of the Nomination & Remuneration Committee and approval of the Board, he is a suitable candidate for the position of Whole-time Director.
5. Remuneration proposed: As mentioned in the text of the resolution.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position of the person: Taking into account the size of the company, profile, position and involvement of Shri Vinod Kumar Khanna in the Company, the proposed remuneration to the appointee is reasonable and in lines with the remuneration levels in the Industry.
7. Pecuniary Relationship directly or indirectly with the company, or relationship with managerial personnel, if any: Shri Vinod Kumar Khanna holds 850 equity shares in the company.

#### III. OTHER INFORMATION:

1. Reasons of loss or inadequate profits: As per instructions received from Central Pollution Control Board (CPCB) and Chhattisgarh Environment Conservation Board (CECB) the company had to close down the plant based on agro residues and convert the production from agro residues to recycled waste paper. This was time consuming and also required capital expenditure. Further, Fuel Cost had gone up tremendously due to procurement of coal through e-auction/ open market at higher price. Quality of paper produced due to change of raw material was not readily acceptable to market and had yielded lower realization as compared to its cost of production.



2. Steps taken or proposed to be taken for improvement: As per the directives received from the CPCB and CECB, the raw material agro residues was replaced by recycled waste paper and the Company has installed number of equipments to stabilize the operations with quality paper and increased production.
3. Expected increase in productivity and profits in measurable terms: The requisite investments are under way to make the plant fully operational and the Company is hopeful of improvement in future.

**Item No. 4 and 5**

Pursuant to Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of the members by way of a Special Resolution is necessary for appointment / continuation of appointment of any Non-Executive Director who has attained the age of 75 (Seventy Five) years.

Shri Abhas Sen (DIN: 01450642), was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years at the AGM held on 26<sup>th</sup> September, 2014 upto the conclusion of 39<sup>th</sup> AGM to be held in calendar year 2019. He has done B.A. (Hons) and is a Fellow Member of the Institute of Company Secretaries of India. He has knowledge and vast experience in corporate legal matters, finance, personnel and administration.

Shri Raghuvansh Lal Kapur (DIN: 00002483) was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years at the AGM held on 24<sup>th</sup> September, 2015 upto the conclusion of 40<sup>th</sup> AGM to be held in calendar year 2020. He has done his Post Graduation in HR & Labour Management and LLB. He is a valuable asset to the Company which adds diversity and enriched points of view in the Board's discussions.

The Board of Directors is of the opinion that Shri Abhas Sen and Shri Raghuvansh Lal Kapur are persons of integrity, possess relevant expertise and vast experience and their association as Non-Executive Independent Directors will be beneficial and in the best interest of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the aforementioned resolutions.

The Board recommends the Special Resolution set forth in Item No. 4 and 5 for your approval.

By Order of the Board

Dated : 13<sup>th</sup> August, 2018  
Place : Kolkata

**V.K. Khanna**  
*Company Secretary*  
(FCS-1855)

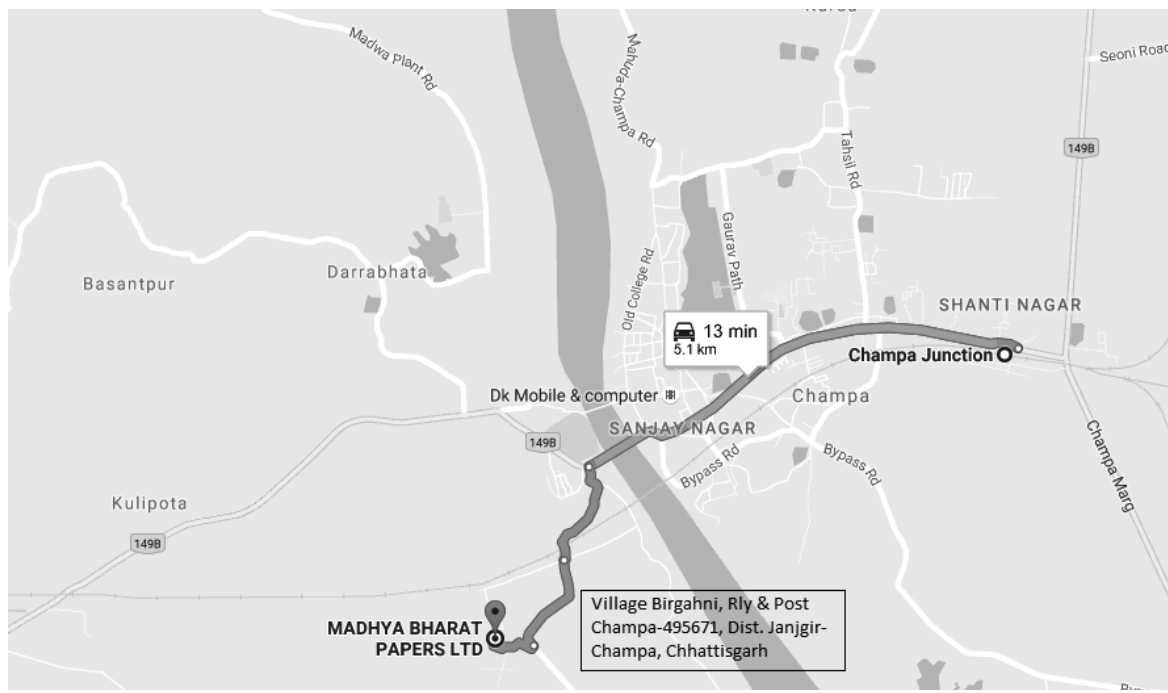
**Information pursuant to SEBI Regulations and Secretarial Standards in respect of Appointment/ Re-appointment of Director:**

Name of Director	Shri Vinod Kumar Khanna	Shri Jaydeep Chitlangia	Shri Abhas Sen	Shri Raghuvansh Lal Kapur
Age	63 years	55 years	81 years	85 years
Date of appointment	13 <sup>th</sup> August, 2015	1 <sup>st</sup> January, 1990	24 <sup>th</sup> October, 2002	10 <sup>th</sup> August, 2013
Qualification	M.Com , LL.B., FCA, FCS, FCMA	B.Com	B.A. (Hons), Chartered Secretary	M.A., LLB, Post Graduation in HR & Labour Management,
Experience	Extensive experience in the area of Finance, Secretarial, Legal and Overall Management.	Extensive experience in the area of Marketing, Corporate Planning, Business Development, Strategy Formulation and Overall Management	Vast experience in corporate legal matters, finance, personnel and administration	Corporate management and specialization in HR & IR
Terms and Conditions of Appointment/ Re-appointment	Whole-time Director - liable to retire by rotation	Managing Director- liable to retire by rotation	Independent Director- not liable to retire by rotation	Independent Director- not liable to retire by rotation

## Madhya Bharat Papers Limited

Number of Board Meetings attended out of four Board Meetings held during the year	Four	Four	Four	Four
Remuneration details	Last drawn remuneration is given in the Corporate Governance section of the Annual Report.	Last drawn remuneration is given in the Corporate Governance section of the Annual Report.	Nil	Nil
Other Directorships	Aashray Enterprises Pvt. Ltd. Aishani Infotech Pvt.Ltd. Chitlangia Timber Products Ltd.	Chitlangia Timber Products Ltd. Chitperi Farm Pvt. Ltd. P.S. Plywood Products Pvt. Ltd	Spearhead Consultants & Evaluators Pvt Ltd. Inspectorate Griffith (India) Pvt. Ltd.	Nil
Committee membership / Chairmanship in other Companies	Nil	Nil	Nil	Nil
Relationship with other Directors/ Manager/ KMP	None	None	None	None
Number of shares held in the Company	850	430000	Nil	Nil

### ROUTE MAP



# MADHYA BHARAT PAPERS LIMITED

Regd. Office: Village Birgahni, Rly & Post Champa-495 671  
Dist. Janjgir-Champa (Chhattisgarh)  
CIN: L21012CT1980PLC001682

## 38<sup>TH</sup> ANNUAL GENERAL MEETING

### ATTENDANCE SLIP

No. of Shares held :
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I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 38<sup>th</sup> Annual General Meeting of the Company at its Registered Office at Village Birgahni, Rly & Post Champa-495 671, Dist. Janjgir-Champa, Chhattisgarh on Friday, 28<sup>th</sup> September, 2018 at 11.00 A.M

\_\_\_\_\_  
Name of the Member / Proxy

\_\_\_\_\_  
Signature of the Member/ Proxy

Notes: Member / Proxy attending the Annual General Meeting must bring his / her Attendance Slip which should be signed and deposited at the entrance of the meeting hall. Duplicate Attendance Slip will not be issued at the venue.

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### ELECTRONIC VOTING

Electronic Voting (e-voting) facility is being provided in respect of the Resolutions proposed at the 38<sup>th</sup> Annual General Meeting (AGM) in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Your e-voting user ID and password are provided below:

<b>EVSN (E-Voting Sequence Number)</b>	<b>User ID</b>	<b>PAN / Sequence No. PASSWORD</b>

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**MADHYA BHARAT PAPERS LIMITED**

Regd. Office: Village Birgahni, Rly & Post Champa-495 671, Dist. Janjgir-Champa, Chhattisgarh  
CIN: L21012CT1980PLC001682, Tel: 09203906288  
E-mail: mbplcal@vsnl.net, Website: www.mbpl.in

Name of the member(s)		E-mail Id:
Registered Address:		Folio No./ *Client Id:
		*DP Id :

I/We, being the member(s) holding \_\_\_\_\_ shares of **Madhya Bharat Papers Limited**, hereby appoint:

- 1) \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him
- 2) \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him
- 3) \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ having e-mail id \_\_\_\_\_

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, 28<sup>th</sup> September, 2018 at 11 a.m. at the Registered Office of the Company at Champa, Dist. Janjgir-Champa, Chhattisgarh and at any adjournment thereof in respect of such resolutions as are indicated below:

SI No.	Resolution	For	Against
<b>Ordinary Business</b>			
1	Consider and adopt Audited Financial Statements, Reports of the Board of Directors and Auditors.		
2	Appoint a Director in place of Shri Jaydeep Chitlangia who retires by rotation and being eligible offers himself for reappointment.		
<b>Special Business</b>			
3	To re-appoint Shri Vinod Kumar Khanna as Whole-time Director of the company for a term of 3 years with effect from 13 <sup>th</sup> August, 2018		
4	To approve the continuation of current term of Shri Abhas Sen as Independent Director		
5	To approve the continuation of current term of Shri Raghuvansh Lal Kapur as Independent Director		

\*Applicable for investors holding shares in electronic form.

Affix Revenue Stamp of ₹ 1/-
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Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature of shareholder

\_\_\_\_\_  
Signature of first proxy holder

\_\_\_\_\_  
Signature of second proxy holder

\_\_\_\_\_  
Signature of third proxy holder

**Note: This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before commencement of the AGM i.e. by 11 a.m. on 26<sup>th</sup> September, 2018.**