

G M B CERAMICS LIMITED

CIN: L26933OR1982PLC001049

Regd. Office: Rajgangpur, Sundergarh, Odisha 770 017

Website: <http://www.gmbceramics.com>; Email: admin@gmbceramics.com; Ph: (06624)220609**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./Client Id:
DP ID :

I/We, being the member(s) of _____ shares of the G M B Ceramics Limited, hereby appoint:

1) Name: _____
 Address: _____
 Email Id: _____, or failing him

2) Name: _____
 Address: _____
 Email Id: _____, or failing him

3) Name: _____
 Address: _____
 Email Id: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Thirty Fifth Annual General Meeting** of the members of the Company to be held on Saturday, 23rd September, 2017 at 11:00 a.m. at the Registered office of the company at Rajgangpur, Sundergarh Orisha-770 017 and at any adjournment thereof in respect of such resolution as are indicated below:

** I wish my above proxy to vote in the manner as indicated in the box below.

Resolutions	For	Against
1. To receive, consider and adopt		
A) the Audited Financial Statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors thereon; and		
B) To resolve not to fill the vacancy for the time being in the Board,		

C)	caused by the retirement of Mr. Manav Jalan (DIN-00358138), who retires by rotation and does not seek re-appointment
D)	To make appointment of Statutory Auditors of the Company and to fix their remuneration
E)	
F)	To Appoint Ms. Nidhi Sharma as an Executive Director

Signed this _____ day of September of 2017

(Affix Revenue Stamp)

Signature of the Shareholder: _____

Signature of first proxy holder: _____

Signature of second proxy holder: _____

Signature of third proxy holder: _____

Note:

- 1) **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 Meeting.**
- 2) **A proxy need not be a member of the Company and shall prove his identity at the time of attending the Meeting.**
- 3) Appointment of a proxy does not prevent a member from attending the meeting in person if he wishes so. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the proxy will stand automatically revoked.
- 4) This is only optional. Please put a ' ' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any of the resolutions, your proxy will be entitled to vote at the meeting in the manner he/she thinks appropriate.**
- 5) In case of Joint holders, the signature of any one holder will be sufficient but names of all the joint holders should be stated.
- 6) **Undated proxy form will not be considered valid.**
- 7) This form will be valid only if it is duly completed in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
- 8) This form of proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
- 9) If Company receives multiple proxies for the same holding of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.