



### Rupa & Company Limited

Registered Office: Metro Tower, 8<sup>th</sup> Floor, 1, Ho Chi Minh Sarani, Kolkata - 700 071

Phone: + 91 33 4057 3100; Fax: + 91 33 2288 1362; Email: connect@rupa.co.in; Website: www.rupa.co.in; CIN:L17299WB1985PLC038517

### 33<sup>RD</sup> ANNUAL GENERAL MEETING ATTENDANCE SLIP

**DATE**  
FRIDAY, AUGUST 31, 2018

**VENUE**  
SATYAJIT RAY AUDITORIUM,  
INDIAN COUNCIL FOR CULTURAL RELATIONS (ICCR)  
9A, HO CHI MINH SARANI, KOLKATA – 700 071

**TIME**  
11:00 A.M.

- 1 **Serial No.** :
  - 2 **Registered Folio No./ DP ID & Client ID** :
  - 3 **Name and Registered Address of the sole/first named shareholder** :
  - 4 **Name(s) of the Joint Holder(s), if any** :
- Courier AWB No.:

I certify that I am a Member/ Proxy for the Member holding \_\_\_\_\_ equity shares. I hereby record my presence at the 33<sup>rd</sup> Annual General Meeting (AGM) of the Company.

Please ✓ in the box    Member  Proxy

\_\_\_\_\_  
**Name of the Proxy in Block Letters**

\_\_\_\_\_  
**Signature of Member/Proxy attending**

**NOTE:** Member/Proxy attending the AGM must bring his/her Attendance Slip which should be signed and deposited at the entrance of the Meeting hall.



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### PROXY FORM [MGT-11]

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

<b>Name of the Member(s)/ Representative:</b>			
<b>Registered Address:</b>			
<b>E-mail ID:</b>			
<b>Folio No./Client ID:</b>		<b>DP ID:</b>	

I/ We, being the member(s) of Rupa & Company Limited holding ..... equity shares, hereby appoint:

1.	<b>Name</b>			
	<b>Address</b>			
	<b>E-mail ID</b>			
	<b>or failing him</b>		<b>Signature</b>	
2.	<b>Name</b>			
	<b>Address</b>			
	<b>E-mail ID</b>			
	<b>or failing him</b>		<b>Signature</b>	
2.	<b>Name</b>			
	<b>Address</b>			
	<b>E-mail ID</b>			
	<b>or failing him</b>		<b>Signature</b>	

as my/ our proxy to attend and vote for me/ us and on my/ our behalf at the 33<sup>rd</sup> Annual General Meeting of the Company to be held on Friday, the 31<sup>st</sup> day of August, 2018 at 11:00 a.m. at Satyajit Ray Auditorium, Indian Council for Cultural Relations (ICCR), 9A, Ho Chi Minh Sarani, Kolkata - 700 071 and any adjournment thereof in respect of such resolutions relating to the businesses as are indicated below:

Resolution Number	Brief description of the Resolution	No. of Shares
1.	To receive, consider and adopt: (a) the Audited Standalone Financial Statement of the Company, for the Financial Year ended March 31, 2018, and the Reports of the Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company, for the Financial Year ended March 31, 2018, and the Report of the Auditors thereon.	
2.	To declare a Dividend of ₹3/- per share (300%), on the Equity Shares of the Company, for the Financial Year ended March 31, 2018.	
3.	To appoint a Director in place of Mr. Ghanshyam Prasad Agarwala (DIN: 00224805), who retires by rotation and being eligible, offers himself for re-appointment.	
4.	To appoint a Director in place of Mr. Ramesh Agarwal (DIN: 00230702), who retires by rotation and being eligible, offers himself for re-appointment.	
5.	To approve the appointment of Mr. Niraj Kabra (DIN: 08067989), as an Executive Director of the Company and to fix his remuneration.	
6.	To approve the payment of profit related commission to the Non-executive Directors (Independent) of the Company.	
7.	To approve the payment of existing remuneration to the Executive Directors of the Company, who are promoters or members of the promoter group, in excess of 5 (five) per cent of the eligible net profits of the Company, in aggregate.	

Signed this .....day of ....., 2018

Signature of Shareholder(s)..... Signature of Proxyholder(s).....

**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 the commencement of the Meeting.

Affix  
Revenue  
Stamp

**Remote E-Voting Details**

EVEN (E-Voting Event Number)	User ID	Password
<b>108831</b>		

Please read the Notice of the 33rd Annual General Meeting of the Company for remote e-voting instructions.