

**emami* infrastructure limited**

CIN: L45400WB2008PLC121426

Regd. Office : Emami Tower, 2nd Floor, 687, Anandapur, E M Bypass, Kolkata-700107**ATTENDANCE SLIP**6TH ANNUAL GENERAL MEETINGOn Friday, 5th September, 2014

At 2:30 p.m.

Folio / DP-ID & Client ID No. :

- A member/ proxy wishing to attend the Meeting must complete this Attendance Slip before coming to the Meeting and hand it over at the entrance duly signed. Duplicate slip will not be issued at the venue of Meeting.
- If you intend to appoint a proxy, please complete the Proxy Form and deposit it at the Company's Registered Office, at least 48 hours before the Meeting.
- Please bring your copy of Annual Report for reference at the meeting.

I/We hereby record my/our presence at the 6th Annual General Meeting of the Company held on Friday, the 5th day of September, 2014 at 2:30 p.m. at Emami Tower, 687, Anandapur, E M Bypass, Kolkata-700107

Name of Proxy in BLOCK LETTERS
(If the Proxy attends instead of the Member)

Signature of Member / Proxy

E-VOTING PARTICULARS

EVSN (E-voting Sequence Number)	Used ID	PAN (original or as per Point No. 13(viii) of e-voting Instructions)

**Form No. MGT-II***[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]***PROXY FORM**6TH ANNUAL GENERAL MEETINGOn Friday, 5th September, 2014

At 2:30 p.m.

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Name of the Member(s): _____

Registered Address: _____

Email Id: _____ Pincode: _____

Folio No / Client ID: _____

DP ID: _____

I/We, being the Member(s) of _____ shares of the above named Company, hereby appoint

- Name: _____ Address: _____
Email Id: _____ Signature _____, or failing him/her
- Name: _____ Address: _____
Email Id: _____ Signature _____, or failing him/her
- Name: _____ Address: _____
Email Id: _____ Signature _____, or failing him/her

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **6th Annual General Meeting** of the Company, to be held on the 5th day of September, 2014 (Friday) at 2.30 P.M at Emami Tower, 687, Anandapur, E.M. Bypass, Kolkata 700 107 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions	OPTIONAL*	
	FOR	AGAINST
1 Adoption of the Audited Financial Statements for the financial year ended 31st March, 2014 together with the Reports of Directors and Auditors thereon		
2 To appoint a Director in place of Mr. Basant Kumar Parakh who retires by rotation and being eligible offers himself for reappointment		
3 Appointment of M/s. S.K. Agrawal & Co., Chartered Accountant, as the Statutory Auditors of the Company and authorise Board of Directors to fix their remuneration		
4 Appointment of Mr. Abhijit Datta as an Independent Director designated as Chairman of the Company		
5 Appointment of Mr. Ram Gobind Ganeriwala as an Independent Director of the Company		
6 Appointment of Mr. Hari Mohan Marda as an Independent Director of the Company		
7 Appointment of Mr. Amar Bhalotia as an Independent Director of the Company		
8 Alteration of Articles of Association of the Company		
9 Approval for payment of revised remuneration to Mr. Girija Kumar Choudhary as Whole-time Director & CFO of the Company		
10 Approval under section 180(1) (c) of the Companies Act, 2013 for borrowing upto an amount not exceeding ₹500 crores		
11 Approval under section 186 of the Companies Act, 2013 for investments for an aggregate amount not exceeding ₹200 Crores		

Signed this _____ day of _____ 2014,

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp of
₹1/-

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 the commencement of the Meeting.

2. For these Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 6th Annual General Meeting.

3. It is optional to put a (✓) in the appropriate column against the resolutions indicated in the box above. If you leave the "For" & "Against" column blank against any of or all of the Resolutions, your Proxy shall be entitled to vote in the manner he/she thinks appropriate.