

THE COCHIN MALABAR ESTATES AND INDUSTRIES LIMITED

Regd. Office : 21, Strand Road,
Kolkata - 700 001 • Phone : 033 2230 9601
www.cochinmalabar.in • CIN : L01132WB1991PLC152586
E-mail : cochinmalabar@yahoo.com

NOTICE

NOTICE is hereby given that the 88th Annual General Meeting (AGM) of the Members of The Cochin Malabar Estates And Industries Limited will be held on **Friday, the 31st August, 2018 at 10.30 A.M.** at "SHUBHA DRISTI", Daulatpur Main Road, Kanchari Bagan, Near Radhakrishna Mandir, Nungee, Kolkata – 700 139 to transact the following Business :

ORDINARY BUSINESS :

Item No.1 – Adoption of accounts

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.

Item No.2 – Re-appointment of Mr. R.K. Gupta

To appoint a Director in place of Mr. R.K. Gupta (DIN 06701619) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS :

Item No.3 – Appointment of Mr. Hemant Bangur (DIN : 00040903) as Non-Executive Promoter Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution-**

“RESOLVED THAT pursuant to provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Mr. Hemant Bangur (DIN: 00040903), who was appointed as an Additional Director on the Board of the Company w.e.f 1st September, 2017 and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying his intention to propose Mr. Hemant Bangur as a candidate for the office of Director of the Company, be and is hereby appointed as a Non-Executive Promoter Director of the Company whose period of office is liable to retire by rotation.

Item No.4 – Continuation of Directorship of Mr. B.L. Surana (DIN : 00005900) as an Independent Director – Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

To consider and if thought fit, to pass with or without

modification(s), the following resolution as a **Special Resolution-**

“RESOLVED THAT pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and all other applicable statutes, if any, consent of the Members be and is hereby accorded to Mr. B.L. Surana (DIN : 00005900), a Non-Executive Director of the Company, who has attained the age of 75 years to continue as an Independent Director of the Company.

Item No.5 – Continuation of Directorship of Mr. P.J. Bhide (DIN : 00012326) as a Non-Executive Director - Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution-**

“RESOLVED THAT pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and all other applicable statutes, if any, consent of the Members be and is hereby accorded to Mr. P.J. Bhide (DIN : 00012326), a Non-Executive Director of the Company, who has attained the age of 75 years to continue as a Director of the Company liable to retire by rotation.

May 7, 2018

By Order of the Board

Registered Office:

21, Strand Road,

Kolkata-700 001

Phone : 033 2230 9601

CIN : L01132WB1991PLC152586

C.P. Sharma

Director

DIN : 00258646

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY MEMBERS AND HOLDING IN THE

AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

A PROXY CAN VOTE ONLY IF THE MEMBER HIMSELF IS NOT PRESENT AT THE MEETING. THE PROXY-HOLDER SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING. PROXIES ARE REQUESTED TO CARRY A PHOTO-IDENTIFICATION TO THE AGM VENUE.

2. **Book Closure Period:** Notice is also given under Section 91 of the Companies Act, 2013 read with Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI-LODR”) that the Register of Members and Share Transfer Books of the Company will remain closed from **25th August, 2018 to 31st August, 2018** (both days inclusive) in connection with the Annual General Meeting.
 3. **Cut Off Date:** Notice is also given that the Cut Off Date has been fixed as **24th August, 2018** to determine the Members entitled to undertake voting electronically on the business and all resolutions set forth in this Notice by remote e-Voting.
 4. Any person who is not a Member as on the cut off date should treat this notice for information purpose only.
 5. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
 6. All documents referred to in the notice requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the Registered Office of the Company during office hours on all working days between 11.00 a.m. and 1.00 p.m. except Saturdays, Sundays and public holidays, from the date hereof up to the time of the Annual General Meeting.
 7. Members holding shares in physical form are requested to promptly notify in writing any changes in their address/bank account details to the Secretarial Department of the Company at its Registered Office at 21, Strand Road, Kolkata-700 001 or the Registrar & Share Transfer Agent (RTA), M/s. Maheshwari Datamatics Pvt. Ltd. at 23, R.N. Mukherjee Road, 5th Floor, Kolkata - 700 001. Members holding shares in electronic form are requested to notify the changes in the above particulars, if any, directly to their Depository Participants (DP).
 8. Equity Shares of the Company are under compulsory demat trading by all investors. The ISIN Number allotted is INE788M01017. SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.
 9. Members can avail the facility of nomination in respect of shares held by them in physical form in accordance with the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form SH-13 duly filled in to the Registrar & Share Transfer Agent (RTA), M/s. Maheshwari Datamatics Pvt. Ltd. at 23, R.N. Mukherjee Road, 5th Floor, Kolkata - 700 001.
- 10. Voting through electronic means**
- i. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 88th Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-Voting Services provided by Central Depository Services (India) Limited (CDSL):
The instructions for e-voting are as under:
 - (i) The voting period begins on **28th August, 2018 at 9 A.M.** and ends on **30th August, 2018 at 5 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 (record date) i.e., **24th August, 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) The Shareholders should log on to the e-voting website www.evotingindia.com.
 - (iv) Click on “Shareholders” tab.
 - (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (viii) If you are a first time user, follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> 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. 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 e.g. if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Bank Details OR Date of Birth (DOB)	<p>Enter the 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.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company please enter the Member ID / Folio Number in the Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly 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.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the Company.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) 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.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) 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 and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing

the stamp and sign of the entity should be emailed to 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 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.

(xxi) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

- II. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 24th August, 2018.
- III. Any person who acquire shares of the Company and becomes a Member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. 24th August, 2018, may obtain the Sequence No. from RTA.
- IV. Mr. Mukesh Chaturvedi, Practicing Company Secretary, (Membership No. ACS:10213) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- V. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, would first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than two days of conclusion of the meeting, a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
- VI. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website

<http://www.cochinmalabar.in> and on the website of CDSL www.evoting.cdsl.com immediately after the result is declared. The Company shall simultaneously upload the results on the BSE Listing Portal.

VII. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of Annual General Meeting i.e. on Friday, 31st August, 2018.

11. The facility for voting, through ballot paper, will also be made available at the AGM and the Members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.
12. Corporate Members are requested to send to the Company/RTA, a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
13. Members are requested to produce the attendance slip duly signed as per the specimen signature recorded with the Company for admission to the Meeting hall.
14. Members who hold shares in dematerialized form are requested to furnish their Client ID and DP ID Nos. for easy identification of attendance at the Meeting.
15. In all correspondence with the Company or the RTA, Members are requested to quote their Folio Number and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID Number.
16. 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 accounts. Members holding shares in physical form can submit their PAN to the Company/RTA.
17. Members who wish to obtain any information on the Company or the Accounts for the financial year ended 31st March, 2018 may send their queries at the Registered Office of the Company at least 10 days before the Annual General Meeting.
18. Members who are holding Shares in identical order of names in more than one folio are requested to send to the Company the details of such folios together with the Share

Certificates for consolidating their holding into one folio. The Share Certificates will be returned to the Members after incorporating requisite changes thereon.

19. Electronic copy of the Annual Report 2018 and Notice are being sent to the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Annual Report and Notice 2018 are being sent in the permitted mode. To support the “Green Initiative”, Members who have not registered their email addresses are requested to register the same with the Company’s Registrar and Share Transfer Agent/ their Depository Participants, in respect of shares held in physical/electronic mode, respectively.
20. The Company’s website is www.cochinmalabar.in. Annual Reports of the Company, standard downloadable forms and other Shareholder Communication are made available on the Company’s website.
21. A Route map showing directions to reach the venue of the 88th AGM is given at the end of this Notice for the ready reference of the members.

Members are requested to bring their copies of Annual report and Attendance Slip to the Meeting. Please note that duplicate Attendance Slips will not be issued.

ANNEXURE TO THE NOTICE

A. EXPLANATORY STATEMENT TO SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3

Appointment of Mr. Hemant Bangur – Non Executive Promoter Director

DIRECTOR IDENTIFICATION NUMBER	00040903
DATE OF BIRTH	21st April, 1972
NATIONALITY	INDIAN
DATE OF APPOINTMENT ON BOARD	1st September, 2017
DESIGNATION	DIRECTOR
QUALIFICATION	Masters in International Trade
EXPERIENCE (INCLUDING EXPERTISE IN SPECIFIC FUNCTIONAL AREA) / BRIEF RESUME	He has rich and wide experience in Jute, Plantation, Fertilizer, Paper, Real Estate and Financial Services with expertise in operations, corporate governance and restructuring, finance, taxation and legal matters.

SHAREHOLDING IN THE COMPANY	29719
DIRECTORSHIPS HELD IN OTHER LISTED COMPANIES	Gloster Ltd., Joonktolee Tea & Industries Ltd., The Phosphate Company Ltd.
MEMBERSHIPS/CHAIRMANSHIPS OF COMMITTEES IN OTHER LISTED COMPANIES *	<u>Audit Committee</u> Gloster Ltd. (Member) Joonktolee Tea & Industries Ltd (Member) <u>Stakeholders’ Relationship Committee</u> Gloster Ltd. (Member) The Phosphate Company Ltd (Member)
RELATIONSHIP BETWEEN DIRECTORS INTERSE	NIL
NUMBER OF MEETINGS OF THE BOARD ATTENDED DURING THE FINANCIAL YEAR (2017-18)	2 out of 2

The Board of Directors of the Company at the meeting held on 28th August, 2017, based on the recommendation of the Nomination & Remuneration Committee, appointed Mr. Hemant Bangur (DIN: 00040903) as an Additional Director (Non-Executive Promoter) of the Company with effect from 1st September, 2017. In terms of the provisions of Section 161 of the Act, Mr. Hemant Bangur holds the office till the date of ensuing Annual General Meeting and is eligible for appointment.

Notice under the provisions of Section 160 of the Act has been received from a member signifying his intention to propose the candidature of Mr. Bangur as Director of the Company.

The Directors recommend the resolution set out at Item No. 3 of the accompanying Notice for approval by the Members.

Mr. Bangur is interested and concerned in the Resolution mentioned at Item No. 3 of the Notice. None of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

Item No. 4

Pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members of the Company, by means of a Special Resolution is required for appointment or continuation of directorship of any person as a non-executive Director who has attained/attaining the age of 75 years.

Mr. B.L. Surana, who has attained the age of 75 years and

hence would require the approval of the Members of the Company by means of a Special Resolution for continuation as an Independent Director of the Company. Considering the experience and the valuable contribution being made by Mr. B.L. Surana, the Board recommends passing the Special Resolution as set out in Item No. 4 of the Notice.

A brief profile of Mr. B.L. Surana is as under:

Mr. B.L. Surana, has over four decades of experience in the finance sector in India. He is a Fellow Chartered Accountant by profession. Mr. B.L. Surana does not hold any shares of the Company.

None of the Directors, Key Managerial Personnel and their relatives except Mr. B.L. Surana is concerned or interested in Item No. 4 of the Notice.

Item No. 5

Pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members of the Company, by means of a Special Resolution is required for appointment or continuation of directorship of any person as a non-executive Director who has attained/attaining the age of 75 years.

Mr. P.J. Bhide, who has attained the age of 75 years and hence would require the approval of the Members of the Company by means of a Special Resolution for continuation as a Non-Executive Director of the Company. Considering the experience and the valuable contribution being made by Mr. P.J. Bhide the Board recommends passing the Special Resolution as set out in Item No. 5 of the Notice.

A brief profile of Mr. P.J. Bhide is as under:

Mr. P.J. Bhide is a Commerce Graduate, Chartered Accountant. He is a Practising Chartered Accountant and has more than 55 years of wide and varied experience. Mr. P.J. Bhide does not hold any shares of the Company

None of the Directors, Key Managerial Personnel and their relatives except Mr. P.J. Bhide is concerned or interested in Item No. 5 of the Notice.

INFORMATION AS REQUIRED UNDER REGULATION 36(3) OF THE SEBI (LODR) REGULATIONS, 2015 IN RESPECT OF DIRECTOR BEING RE-APPOINTED:

Details of Mr. R.K. Gupta seeking re-appointment in the Company (Item No.2)

DIRECTOR IDENTIFICATION NUMBER	06701619
DATE OF BIRTH	4th July, 1953
NATIONALITY	INDIAN
DATE OF APPOINTMENT ON BOARD	7th October, 2013
DESIGNATION	WHOLETIME DIRECTOR w.e.f. 14th February, 2015
QUALIFICATION	B.Sc
EXPERIENCE (INCLUDING EXPERTISE IN SPECIFIC FUNCTIONAL AREA) / BRIEF RESUME	He has 25 years of rich and varied experience in tea testing, sampling etc.
SHAREHOLDING IN THE COMPANY	NIL
DIRECTORSHIPS HELD IN OTHER LISTED COMPANIES	NIL
MEMBERSHIPS/CHAIRMANSHIPS OF COMMITTEES IN OTHER LISTED COMPANIES *	NIL
RELATIONSHIP BETWEEN DIRECTORS INTERSE	NIL
NUMBER OF MEETINGS OF THE BOARD ATTENDED DURING THE FINANCIAL YEAR (2017-18)	4 out of 4

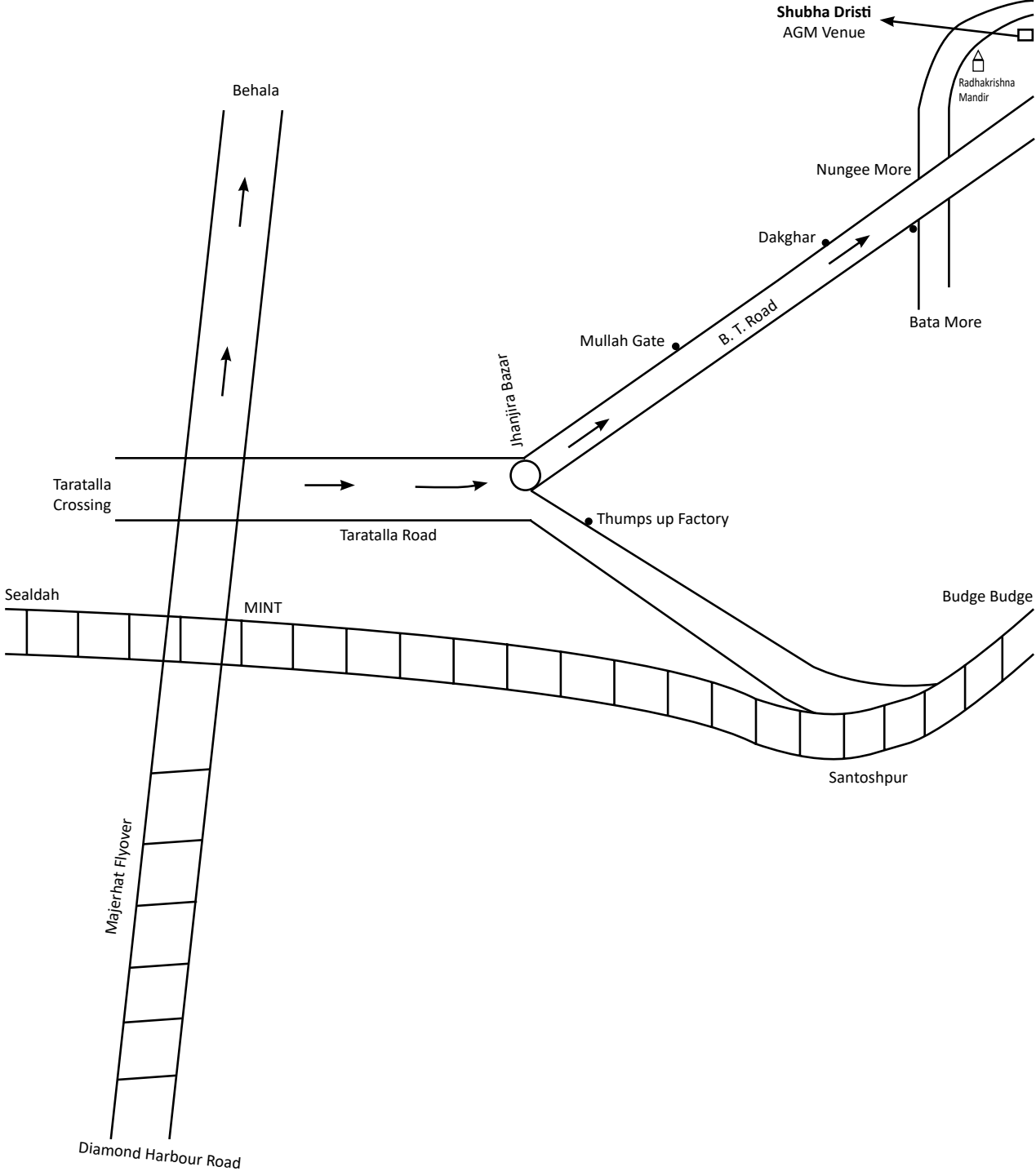
* Committee positions only of Audit Committee and Stakeholders Relationship Committee in public companies have been considered.

May 7, 2018
Registered Office:
21, Strand Road,
Kolkata-700 001
Phone : 033 2230 9601
CIN : L01132WB1991PLC152586

By Order of the Board

C.P. Sharma
Director
DIN : 00258646

Route Map



The Cochin Malabar Estates And Industries Limited

Corporate Identity Number (CIN) : L01132WB1991PLC152586

Registered Office : 21, Strand Road, Kolkata – 700 001

Tel : 033 2230 9601, Fax : 033 2230 2105, E-mail : cochinmalabar@yahoo.com, Website : www.cochinmalabar.in

<p>ATTENDANCE SLIP</p> <p>I/We hereby record my/our presence at the 88th Annual General Meeting (AGM) of The Cochin Malabar Estates And Industries Limited being held at "Shubha Dristi", Daulatpur Main Road, Kanchari Bagan, Near Radhakrishna Mandir, Nungee, Kolkata – 700 139 on Friday 31st August 2018 at 10.30 A.M.</p>	<p>Folio No/DP ID & Client ID :</p>
	<p>Share Holding :</p>
	<p>Serial No :</p>
	<p>Name :</p>
	<p>Name(s) of Joint Holder(s), if any :</p>
	<p>Address :</p>

Proxy's Name in Block Letters

Shareholder's/Proxy's Signature

Note : Please bring the duly signed Attendance Slip at the meeting and hand it over at the Entrance of the Meeting Hall. Duplicate slips will not be issued at the venue of the AGM.

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	User ID	PAN/SEQUENCE NUMBER

The Cochin Malabar Estates And Industries Limited

Corporate Identity Number (CIN) : L01132WB1991PLC152586

Registered Office : 21, Strand Road, Kolkata – 700 001

Tel : 033 2230 9601, Fax : 033 2230 2105, E-mail : cochinmalabar@yahoo.com, Website : www.cochinmalabar.in

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]

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No/DP ID & Client ID :

I/We, being the Member(s) of The Cochin Malabar Estates And Industries Limited, holding.....Equity 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 88th Annual General Meeting (AGM) of the Company, to be held on Friday, 31st August 2018 at 10.30 A.M at "Shubha Dristi", Daulatpur Main Road, Kanchari Bagan, Near Radhakrishna Mandir, Nungee, Kolkata – 700 139 or at any adjournment thereof in respect of following resolutions :

Resolution No.	Resolutions	Optional *	
		For	Against
Ordinary Business			
1.	Consider and adopt Audited Financial Statements for the Financial Year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.		
2.	Re-appointment of Mr. R.K. Gupta (DIN : 06701619), who retires by rotation.		
Special Business			
3.	Appointment of Mr. Hemant Bangur (DIN : 00040903) as Non-Executive Promoter Director of the Company.		
4.	Continuation of Directorship of Mr. B.L. Surana (DIN : 00005900) as an Independent Director - Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018		
5.	Continuation of Directorship of Mr. P.J. Bhide (DIN : 00012326) as a Non-Executive Director - Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018		

Signed thisday of2018

Signature of Shareholder(s).....

Signature of Proxyholder(s).....

Affix
Revenue
Stamp of
₹ 1/- here

- Notes :**
- This form of proxy in order to be effective should be duly completed and deposited at the Company's Registered Office not less than 48 hours before the commencement of the AGM.
 - For the Resolutions and Notes, please refer to the Notice of 88th Annual General Meeting of the Company.
 - *It is optional to put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.