



Simplex Infrastructures Limited

CIN - L45209WB1924PLC004969

Regd. Office: "SIMPLEX HOUSE", 27, Shakespeare Sarani, Kolkata-700017

Tel:033-23011600, Fax: 033-22835964

E-mail: secretarial.legal@simplexinfra.com, website: www.simplexinfra.com

Form No. MGT-11

PROXY FORM

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

CIN : L45209WB1924PLC004969

Name of the Company : Simplex Infrastructures Limited

Regd. Office : "SIMPLEX HOUSE", 27, Shakespeare Sarani, Kolkata-700017

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 above named Company, hereby appoint

1. Name _____

Address _____

E-mail id _____ Signature _____

_____ or failing him

2. Name _____

Address _____

E-mail id _____ Signature _____

_____ or failing him

3. Name _____

Address _____

E-mail id _____ Signature _____

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the One Hundredth Annual General Meeting of the Company to be held on Tuesday, 25th September, 2018 at 11.30 am at Kala Kunj, 48, Shakespeare Sarani, Kolkata- 700 017 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Description | For | Against |
|----------------|---|-----|---------|
| | Ordinary Business: | | |
| 1. | To consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon. | | |
| 2. | Declaration of Dividend on Equity Shares for the Financial Year ended 31st March, 2018. | | |
| 3. | Re-appointment of Mr. Atindra Narayan Basu (DIN 05296613), as a Director liable to retire by rotation. | | |
| | Special Business: | | |
| 4. | Ratification of remuneration of M/s. Bandyopadhyaya Bhaumik & Co., Cost Accountants (Firm Registration No. 000041), Cost Auditors of the Company, for the financial year 2018-19. | | |
| 5. | Re-appointment of Mr. Atindra Narayan Basu (DIN: 05296613), as a Whole-time Director of the Company liable to retire by rotation, for a period of 5 years commencing from 20th September, 2019. | | |
| 6. | Re-appointment of Mr. Nripendra Nath Bhattacharyya (DIN: 00014250), as an Independent Director of the Company, to hold office for a period of five consecutive years, with effect from 5th September, 2019 or the date of the 101st Annual General Meeting, whichever is earlier. | | |
| 7. | Re-appointment of Mr. Sheo Kishan Damani (DIN: 00062780), as an Independent Director of the Company, to hold office for a period of five consecutive years, with effect from 5th September, 2019 or the date of the 101st Annual General Meeting, whichever is earlier. | | |
| 8. | Re-appointment of Mr. Asutosh Sen (DIN: 00165345), as an Independent Director of the Company, to hold office for a period of five consecutive years, with effect from 5th September, 2019 or the date of the 101st Annual General Meeting, whichever is earlier. | | |
| 9. | Issue of Secured/Unsecured redeemable Non-Convertible Debentures (NCDs) of an amount not exceeding INR 500 Crores on private placement basis. | | |
| 10. | Issue of equity shares and/or convertible bonds or any other security convertible into equity to raise a total amount not exceeding INR 600 Crores. | | |

Signed this _____ day of _____ 2018.

Signature of Shareholder: _____

Signature of 1st Proxy holder: _____

Signature of 2nd Proxy holder: _____

Signature of 3rd Proxy holder: _____

Please
affix
Revenue
Stamp

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. Any alteration or correction made to this Proxy form must be initialed by the signatory / signatories.
3. A proxy need not be a member of the Company.
4. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he / she thinks fit.