



V2 Retail Limited

September 5, 2017

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai 4000 51	BSE (Bombay Stock Exchange) Limited, 25th Floor, "PhirozeJeejeebhoy Towers", Dalal Street, Mumbai - 400001
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Dear Sir,

Ref. Stock Code: 532867, V2RETAIL


Subject: Dispatch of 16th Annual General Meeting Notice of V2 Retail Limited.

Pursuant to Regulation 30 and other applicable Regulation of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 the company has completed the physical and electronic dispatch of the 16th Annual General Meeting Notice on September 5, 2017 along with Annual Report to all the members whose name are recorded in the register of members or in register of beneficial interest owners maintained by depositories as on Friday, 18th August, 2017.

We enclose the 16th Annual General Meeting Notice being sent to the shareholders of the Company.

Kindly take the same in your records.

THANKING YOU
For V2 Retail Limited


(Ram Chandra Aggarwal)
(Chairman and Managing Director)
(DIN: 00491885)





V2 RETAIL LIMITED

Regd. Office: Khasra No. 928, Extended Lal Dora Abadi, Village-Kapashera, Tehsil Vasant Vihar, New Delhi South West Delhi – 110037, **Phone:** 011-41771850, **CIN -** L74999DL2001PLC147724, **E-mail:** cs@vrl.net.in, **Website:** www.v2retail.com

NOTICE

NOTICE IS HEREBY GIVEN THAT SIXTEENTH ANNUAL GENERAL MEETING OF THE V2 RETAIL LIMITED WILL BE HELD ON FRIDAY, 29TH SEPTEMBER, 2017 AT KHASRA NO.1138, SHANI BAZAR CHOWK, RAJOKARI, NEW DELHI 110038 AT 10.00 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

- To consider and adopt the audited Financial Statement of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors' and the Auditor's thereon.**
- To appoint a director in place of Smt. Uma Agarwal (DIN:00495945), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers herself for reappointment.**
“RESOLVED THAT, pursuant to section 152 and other applicable provisions, if any, of the Companies Act, 2013, the approval of members of the Company be, and is hereby accorded to the re-appointment of Smt. Uma Agarwal (DIN: 00495945), as a Whole Time Director, to the extent that she is required to retire by rotation.
- To appoint the Auditor of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution, for appointment of the Statutory Auditor for a term of 5 years i.e. from the conclusion of this AGM (16th AGM) until 21st (Twenty First) AGM (i.e. for a period of Five Year) subject to an yearly ratification by the members of the Company in Annual General Meeting, and fixation of their remuneration, as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, and including any statutory modification(s) or re-enactment thereof for the time being in force, and pursuant to the recommendation of the Audit Committee of the Board of Directors, M/s. Walker Chandiook & Co LLP, Chartered Accountants, Delhi (Firm Registration No. 001076N/N500013), be and are hereby appointed as the Statutory Auditor of the Company, in place of retiring auditor M/s. AKGVG & Associates, Chartered Accountants, Delhi (Firm Registration No. 018598N), for a term of 5 consecutive years, to hold office from the conclusion of this (Sixteenth AGM) Annual General Meeting till the conclusion of the Twenty First Annual General Meeting of the Company, subject to an yearly ratification by the members of the Company at every Annual General Meeting and Board of Directors be and is hereby authorised to fix such remuneration and reimbursement of out of pocket expenses, if any, as recommended by the Audit Committee of the Board of Directors of the Company in consultation with the Auditor.

RESOLVED FURTHER THAT to give effect to above resolution, the Board of Directors and/or the Company Secretary of the Company be and are hereby authorized to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company, Mr. Siya Ram (DIN 07350695) who was appointed by the board as an Additional Director designated as Non- Executive Independent Director w.e.f. 5th May, 2017, and who holds office till the date of ensuing Annual General Meeting of the Company and who has submitted a declaration confirming that he meets the criteria of independence under section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an

Independent Director, not liable to retire by rotation and will hold office of Director for 5 (Five) consecutive years i.e. till 4th May, 2022 .

RESOLVED FURTHER THAT to give effect to above resolution, the Board of Directors and/or the Company Secretary of the Company be and are hereby authorized to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

5. To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company, Mr. Jitender (DIN 07905191) who has submitted a declaration confirming that he meets the criteria of independence under section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director w.e.f. 29th September, 2017, not liable to retire by rotation and will hold office of Director for 5 (Five) consecutive years i.e. till 28th September, 2022.”

RESOLVED FURTHER THAT to give effect to above resolution, the Board of Directors and/or the Company Secretary of the Company be and are hereby authorized to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

6. To consider and, if thought fit, to pass with or without modification (s), the following Resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 152 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modification and re-enactment(s) thereof, for the time being in force.) and the Articles of Associations of the Company, Mr. Akash Agarwal (DIN: 03194632) in respect of whom the Company has received a Notice in writing from a member under section 160 of Company Act, 2013, signifying his intention to propose Mr. Akash Agarwal as a candidate of the office of a Director of the Company, be and is hereby appointed as a Director of the Company w.e.f. 29th September, 2017 and will be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Section 2(94), 196,197, 203 of the Companies Act, 2013, read with Schedule V and the rules made there under and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, and the provisions of Articles of Association and remuneration policy of the Company and subject to the approval of Central Government, if required and such other authorities as may be necessary , the consent of the Shareholders of the Company be and is hereby accorded to appoint Mr. Akash Agarwal (DIN:03194632) as Whole Time Director on the Board of the Company w.e.f. 29th September, 2017 for a period of five (5) years with effect from 29th September, 2017 to 28th September, 2022 , at a remuneration of Rs. Rs. 3,600,000 p.a. plus perquisites and other terms and conditions (as revised from time to time) and his term of office shall be liable to retire by rotation .

RESOLVED FURTHER THAT in the event of no profits or inadequacy of profits in any financial year the remuneration payable to Mr. Akash Agarwal shall be regulated in accordance with applicable parts/sections of the Schedule V and/or other applicable provisions of the Act, as existing from time to time.

RESOLVED FURTHER THAT the approval of the Company be and is hereby accorded to the terms and conditions including remuneration payable, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Akash Agarwal, subject to the same not exceeding the limits specified under section 197 or Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby severally authorised on behalf of the Company, to do all such acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing of necessary E-form with the Registrar of Companies, NCT of Delhi and Haryana.”

7. 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 Section 2(54), 196,197, 203 of the Companies Act, 2013, read with Schedule V and the rules made there under and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, and the provisions of Articles of Association and remuneration policy of the Company and subject to the approval of Central Government, if required and such other authorities as may be necessary, pursuant to the approval of board and recommendation of nomination and remuneration committee of Board of Directors, the consent of the Shareholders of the Company be and is hereby accorded to re-appoint Mr. Ram Chandra Agarwal (DIN: 00491885), as the Chairman and Managing Director of the Company for a period of five years from November 22, 2016 to November 21, 2021 at a remuneration of Rs. 500,000 p.m. plus perquisites and other terms and conditions (as revised from time to time) and his term of office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT in the event of no profits or inadequacy of profits in any financial year the remuneration payable to Mr. Ram Chandra Agarwal shall be regulated in accordance with applicable parts/sections of the Schedule V and/or other applicable provisions of the Act, as existing from time to time.

RESOLVED FURTHER THAT the approval of the Company be and is hereby accorded to the terms and conditions including remuneration payable, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Ram Chandra Agarwal, subject to the same not exceeding the limits specified under section 197 or Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby severally authorised on behalf of the Company, to do all such acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing of necessary E-form with the Registrar of Companies, NCT of Delhi and Haryana.”

**By the Order of the Board of Directors
For V2 Retail Limited**

Date: 21-08-2017

Place: New Delhi

Ram Chandra Agarwal

Chairman & Managing Director
DIN: 00491885

Notes:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE SIXTEENTH ANNUAL GENERAL MEETING (THE “MEETING”) IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED, AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS (48 HOURS) BEFORE THE SCHEDULED TIME FIXED FOR HOLDING THE AFORESAID MEETING.**

A BLANK PROXY FORM IS ENCLOSED.

A person can act as a proxy on behalf of members not exceeding fifty 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.

The Instrument appointing a proxy shall be in writing and be signed by the appointer or his/her 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.

Proxies submitted on behalf of companies, societies partnership firms etc. must be supported by appropriate resolution/authority, as applicable, issued by the member.

2. Explanatory Statement as required under Section 102 of Companies Act, 2013, relating to the special business to be transacted at the meeting is annexed hereto.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the Company.
4. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
5. The Register of Contracts or Arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting..
6. The Annual Report 2016-17 is being sent through electronic mode only to those members whose email address are registered with the Company/Depository Participant(s), unless any member who has requested for a physical copy of the report. For members who have not registered their email address, physical copies of the annual report 2016-17 are being sent by the permitted mode.
7. No gifts, gifts coupons, or cash in lieu of gifts is distributed in the Meeting.
8. Corporate/Institutional Members (i.e. other than individuals, HUF, NRI etc.) intending to send their authorized representatives to attend the Meeting are requested to send certified true copy of the Board Resolution/Authority Letter, together with attested specimen signature(s) of the duly authorized representative(s), to the Company to attend and vote on their behalf at the Meeting.
9. All documents referred to in the notice are open for inspection at the registered office of the Company between 11:00A.M. to 1:00P.M. on all working days up to the date of Annual General Meeting.
10. Pursuant to the provisions of Section 124 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) no amount is unclaimed towards dividend to any shareholder.
11. Members are requested to intimate immediately the change of address or demise of any Member, if any, to the Company's Registrar and Transfer Agents or Depository Participant, as the case may be to prevent frauds.
12. In terms of the Articles of Association of the Company read with Section 152 of the Companies Act, 2013, Smt. Uma Agarwal, Director, retires by rotation at the ensuing Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company commends her re-appointment.

Details of Director, who is proposed to be re-appointed at the ensuing Annual General Meeting, as required under Regulation 36 of SEBI (Listing Obligation Disclosure Requirement) Regulations 2015 and Secretarial Standard 2, are as under:

Name and Age of Director	Smt. Uma Agarwal, 41 years
Date of Birth	15/11/1975
DIN	00495945
Date of first Appointment in board	23/07/2001

Expertise in Specific Functional Area	She holds more than Fifteen years of experience in Retail Industry
Qualifications	Bachelor's Degree in Arts
Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid	To be appointed as Director being eligible to retire by rotation and remuneration is Rs.500,000 Per Month
Last Drawn Remuneration	Rs.500,000 Per Month
Directorship in Other Public Companies	V2 Conglomerate Limited Unicon Marketing Pvt Ltd Ricon Commodities Pvt. Ltd. Rishikesh Commosales Private Limited Topline Vintrade Private Limited Vishal Waterworld Private Limited Sunita Fashion Private Limited
No. of Board Meeting attended during the year 2016-2017	11
Membership/Chairmanship of Other Public Companies Committees	None
Relationship with other Directors	Mrs. Uma Agarwal is related to Mr. Ram Chandra Agarwal
Shareholding in the Company	3,44,000 (Three Lacs Forty Four Thousand) Equity Shares as on March 31, 2017
Brief Resume	Smt. Uma Agarwal hold Bachelor's Degree in Arts and She holds more than Fifteen years of Experience in Retail Industry.

13. Pursuant to Regulation 46(2) (j) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 the Company has created an exclusive E-mail ID: cs@vrl.net.in for quick redressal of Members/investors grievances.
14. The Register of Members and Share Transfer Books of the Company shall remain closed from September 23, 2017 to September 29, 2017(both days inclusive).
15. Members/Proxies should bring their copy of the Annual Report for reference at the meeting and also the duly filled in and signed attendance slip for attending the meeting.
16. Shareholders, who are holding shares in identical order of name in more than one folio, are requested to write to the Company enclosing their share certificates to enable the Company to consolidate their holding in one folio.
17. Members who are holding Company's shares in dematerialized form are requested to bring details of their Depository Account Number for identification.
18. The members intending to seek any information on Annual Accounts at the meeting are requested to kindly inform the Company at least 7 days before the date of the meeting.
19. Pursuant to Section 72 of the Companies Act, 2013, Members who hold shares in the physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest, to avail of the nomination facility by filling form SH-13. Members holding shares in the dematerialized form may contact their Depository Participant for recording the nomination in respect of their holdings.
20. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the space provided in the Attendance Slip and hand it over at the registration counter.
21. In terms of SEBI notification, the shares of the Company are subject to compulsory trading only in dematerialized form on the stock exchange hence members are requested to convert their physical share certificates into electronic form.

22. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person to whom the shares held by him shall vest in the event of his death.
23. Non-Resident Indian Members are requested to inform RTA, immediately of:
- (a) Change in their residential status on return to India for permanent settlement or
- (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- 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. Member holding shares in physical form can submit their PAN details to the Company / Share Transfer Agent (RTA), Link Intime India Private Limited, 44, Community Centre, 2nd floor, Naraina Industrial Area, Phase-I, PVR Naraina, NewDelhi-110028 and also at C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083 Tel No: +91 22 49186000 Fax: +91 22 49186060 Email: delhi@linkintime.co.in
24. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by submitting a request letter in this respect to the Company / Registrar and Share Transfer Agents, M/s. Link Intime India Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.
25. The Notice of AGM and Attendance Slip is being sent in electronic mode to members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the members have registered their request for a hard copy of the same. Physical copies of the Notice of AGM and Attendance Slip are being sent to those members who have not registered their e-mail IDs with the Company or Depository Participant(s).

26. VOTING THROUGH ELECTRONIC MEANS

Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the business may be transacted through electronic voting system and the Company is providing facility for voting by electronic means (“remote e-voting”) to its members. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide remote e-voting facilities and for security and enabling the members to cast their vote in a secure manner.

The instructions for members for voting electronically are as under: - In case of members receiving e-mail:

- i) Log on to the remote e-voting website www.evotingindia.com.
- ii) Click on “Shareholders” tab to cast your votes.
- iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv) Next enter the Image Verification as displayed and Click on Login.
- v) 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.
- vi) If you are a first time user follow the steps given below:

PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).
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	<ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- vii) After entering these details appropriately, click on “SUBMIT” tab.
- viii) 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 remote 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.
- ix) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- x) Click on the EVSN for the relevant “V2 RETAIL LIMITED” on which you choose to vote.
- xi) 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.
- xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiii) 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.
- xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvi) If demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional share holders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- i) Please follow all steps sl. no. (i) to sl. no. (xvii) above to cast vote.
- xvii) The remote e-voting period will commence at 9.00 A.M. on Tuesday, September 26, 2017 and will end at 5:00 P.M on

Thursday, September 28, 2017. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, September 22, 2017 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

- xviii) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and remote e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
 - xix) The share holders can opt for only one mode of voting, i.e. either ballot voting by attending AGM or remote e-voting. If any shareholders opt for remote e-voting, he/she will not be eligible to vote physically in AGM. However members who are attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting
 - xx) The official responsible to address the grievances connected with voting by electronic means - Mr. Umesh Kumar and Mr. Vipin Kaushik , Ph. No. 011-41771850
 - xxi) Company shall publish the result of remote e-voting & the resolutions passed at its general meeting on its Website.
27. The Board of Directors has appointed Mr Sharwan Kumar Goel, Chartered Accountant in practice (Firm Registration No.027892N.) as the Scrutinizer, for conducting the voting / poll and remote e-voting process in a fair and transparent manner.
 28. The Scrutinizer shall within a period of **three working days** from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and prepare the scrutinizer report of the votes cast in favour or against, if any, forthwith to the Chairman and in his absence to the Company Secretary of the Company.
 29. The result of voting shall be declared by the Chairman of the meeting on or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.v2retail.com and on the website of the CDSL immediately after the result is declared by the Chairman.
 30. The result will also be communicated to stock exchange where the shares of the Company are listed.

ANNEXURE TO THE NOTICE

Explanatory Statement

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 Item No. 4 & 5 to the Notice

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting on 5th May 2017 has approved the appointment of Mr. Siya Ram (DIN 07350695) as an independent Director of the Company for a term of 5 years i.e. from 5th May, 2017 to 4th May, 2022, subject to the approval of shareholders of the company, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any amendment/s thereto or modification/s thereof.

The Board of Directors of the Company propose the resolution for appointment of Mr. Jitender as an Independent Director of the Company for a term of 5 years i.e. from 29th September, 2017 to 28th September, 2022, for the approval of shareholders, as the Company has received the notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act, proposing the candidature of Mr. Jitender for the office of Independent Director of the Company,

Further , the Company has also received notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act, proposing the candidature of Mr. Siya Ram for the office of Independent Director of the Company, to be appointed as such under the provisions of Section 149 and 152 of the Companies Act, 2013.

The Company has received the following disclosures / declarations from Mr. Siya Ram and Mr. Jitender:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification

of Directors) Rules, 2014;-

- (ii) Intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Companies Act, 2013 and Declaration that they meets the criteria of independence as provided in Section 149(6) of the Companies Act,2013. In terms of Schedule IV of the Companies Act, 2013, the Board is of the opinion that Mr. Siya Ram, (DIN 07350695) and Mr. Jitender (DIN 07905191) fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the Listing Regulations and are independent from the management of the Company.

Mr. Siya Ram and Mr. Jitender are members of Institute of Company Secretary of India. Mr. Siya Ram has more than 5 years of rich experience in Legal, Due Diligence and Secretarial Compliance and Mr. Jitender has more than 5 years of rich experience in Legal, Due Diligence and Secretarial Compliance

A copy of the draft letter of appointment setting out the terms and conditions of appointment of the above Directors shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday and also posted on the website of the Company i.e. www.v2retail.com. The Board consider that their association would be of immense benefit to the Company and it is desirable to avail services of Mr. Siya Ram, (DIN 07350695) and Mr. Jitender (DIN 07905191) as an Independent Director. Accordingly, the Board seeks approval of the members for the appointment of Mr. Siya Ram, (DIN 07350695) and Mr. Jitender (DIN 07905191) as Independent Director of the Company for a term of five consecutive years, pursuant to section 149 and other applicable provisions of the Act, and Rules made there under.

Except Mr. Siya Ram (DIN 07350695) and Mr. Jitender (DIN 07905191) no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise in the proposed resolutions set out at Item No. 4 & 5 of the Notice.

The Board recommends the resolution set forth in Item no. 4 and 5 for your approval.

The personal details & experience of directors pursuant to regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India are as stated below:

Name and Age of Director	Mr. Siya Ram, 28 years	Mr. Jitender , 29 years
Director Identification Number	07350695	07905191
Qualification	Member of Institute of Company Secretary of India	Member of Institute of Company Secretary of India
Experience	More than 5 years of rich experience in Legal, Due Diligence and Secretarial Compliance	More than 5 years of rich experience in Legal, Due Diligence and Secretarial Compliance
Terms and Conditions of appointment along with details of remuneration sought to be paid	Term - : For a term of five consecutive years i.e. from 5th May, 2017 to 4th May, 2022 Conditions: As specified in Letter of Appointment	Term: For a term of five consecutive years i.e. from 29th September, 2017 to 28thSeptember, 2022 Conditions: As specified in Letter of Appointment
Last Drawn Remuneration	N.A.	N.A.
Date of first appointment on the Board	5 th May, 2017	_____
Shareholding in the company	Nil	Nil
Relationship with other Directors, Manager and KMP	He does not have any relationship with other directors, Manager and Key Managerial Personnel of the Company	He does not have any relationship with other directors, Manager and Key Managerial Personnel of the Company
No. of Board Meeting attended during the year	N.A.	N.A.
Directorship held in other companies	-	-

Membership/Chairmanship of the Committees across the other Companies	-	-
Brief Profile	Mr. Siya Ram is a member of the Institute of the Company Secretary of India and he hold more than 5 years of rich experience in Legal, Finance, Due Diligence and Secretarial Compliance	Mr. Jitender is a member of the Institute of the Company Secretary of India and he holds more than 5 years of rich experience in Legal, Finance, Due Diligence and Secretarial Compliance

Item No. 6 to the Notice

The Board of Directors in its Meeting held on August 21, 2017 has proposed the appointment of Mr. Akash Agarwal as Director of the Company and simultaneously recommend the appointment and remuneration of Mr. Akash Agarwal as Whole Time Director, the period of whose office shall be liable to determination by retirement by rotation, for a period of 5 years commencing from 29th September, 2017 to 28th September, 2022, in terms of the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies, Act 2013 {"Act"}, and the Rules framed thereunder, as the company has received Notice in writing pursuant to Section 160 of the Companies Act, 2013 (the "Act") from a Member along with the deposit of requisite amount proposing Mr. Akash Agarwal candidature for the office of Director of the Company and simultaneously Whole Time Director of the Company (Executive Promoter Director).

Mr. Akash Agarwal is not disqualified from being appointed as director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as director.

Mr. Akash Agarwal is holding DIN: 03194632. and declares that he is not disqualified from being appointed as a Director under the act as per section 152(4) of the Companies Act, 2013.

Mr. Akash Agarwal satisfies all the conditions set out in Part –I of Schedule V of the Act and conditions as set out under sub-section (3) of Section 196 of the Companies Act, 2013.

Copy of the draft letter of appointment to be issued to Mr. Akash Agarwal is open for inspection in physical by any member of the Company at the Registered Office of the Company during the business hours on any working day. The same may be treated as written memorandum setting out the terms and conditions of his appointment under Section 190 of the Companies Act, 2013..

The Board considers that his association would be of immense benefit to the company and it is desirable to avail services of Mr. Akash Agarwal as a Director.

General Disclosure as per schedule V of the companies Act 2013:

I.	General Information				
(1)	Nature of Industry	Retail (Apparels and Life Style Goods)			
(2)	Date or expected date of commencement of commercial production/Operation	23-07-2001			
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable			
(4)	Financial performance based on given indicators	(Rs. In lacs)			
		2013-2014	2014-2015	2015-2016	2016-2017
	Paid up Capital	2239.88	2357.77	2488.76	3092.26
	Reserve & Surplus	24072.18	25047.31	26264.18	34454.05
	Revenue from operation	22889.23	28676.76	31994.12	47142.17
	Other Income	220.65	251.82	252.48	198.36

Total Revenue	23109.89	28928.59	32638.69	47340.53
Profit before tax	(508.90)	1842.31	2023.56	4895.54
Less: Tax Exp.	(17.21)	869.18	798.68	1170.02
Net Profit after tax	(450.48)	975.12	1216.86	3725.52
(5)	Foreign investments or collaborations, if any	N.A.		
II.	Information about the appointee			
(1)	Background details	He is associated with the Company and taking care of Merchandise Department.		
(2)	Past remuneration	Rs. 1,986,336 p.a.		
(3)	Recognition or awards	---		
(4)	Job profile and his suitability	Apparels Management		
(5)	Remuneration proposed	The detail of remuneration proposed is specified in resolution.		
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The salary proposed to be paid is in line with current industry standards based upon size and operations of company.		
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Beside the remuneration proposed, Mr. Akash Agarwal, does not have any pecuniary relationship with the Company and does not related to any managerial personnel except Mr. Ram Chandra Agarwal and Mrs. Uma Agarwal.		
III.	Other information			
(1)	Reasons of loss or inadequate profits	NA		
(2)	Steps taken or proposed to be taken for improvement	Business Expansion of the Company		
(3)	Expected increase in productivity and profits in measurable terms.			
IV.	Disclosures			
The report on Corporate Governance in the Annual Report indicates the remuneration to be paid to managerial personnel.				

The above remuneration as aforesaid to be allowed to the Executive director shall be subject to such limits for this remuneration as laid down by the Companies Act, 2013.

The Scope and quantum of remuneration and perquisites specified hereinabove, may be enhanced, enlarged, widened, altered or varied by the Board of Directors in the light of and in conformity with to the relevant provisions of the Companies Act and schedule V and / or the rules and regulations made there under and / or such guidelines as may be announced by the Central Government from time to time in future.

In absence of or inadequacy of profits in any financial year during the currency of tenure of the appointee, the aforesaid remuneration will be paid as the minimum remuneration subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 or such other amount as may be provided in Schedule V as may be amended from time to time or an equivalent statutory re-enactments thereof.

The Company shall pay to or reimburse the Executive Director and he shall be entitled to be paid and / or to be reimbursed by the Company all costs, charges and expenses that may have been or may be incurred by him for the purpose of or on behalf of the Company.

Except Mr. Akash Agarwal (DIN 03194632); Mr. Ram Chandra Agarwal (DIN: 00491885) and Mrs. Uma Agarwal (DIN: 00495945), no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise in the proposed resolutions set out at Item No. 6 of the Notice.

The Board recommends the special resolution set forth in Item no. 6 for your approval.

(Pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India.)

Particulars	
Name and Age of Director	Mr. Akash Aggarwal, 25years
DIN	03194632
Qualification	Bachelor of Business Administration (BBA) from Lancaster University (United Kingdom)
Expertise in specific functional areas	He has a vast experience in Retail Industry
Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid	Terms: - 5 years w.e.f 29th September, 2017 to 28th September 2022
Last Drawn Remuneration	Rs. 1,986,336 p.a.
Date of first appointment on the Board	-
Directorship held in other other companies	Rishikesh Commosales Private Limited Topline Vintrade Private Limited V2 Conglomerate Limited
No. of Board Meeting attended during the year 2016-2017	N.A.
Membership/Chairmanship of the Committees across the Companies	-
No. of equity shares held	2488750
Relationship with other Directors	Mr. Akash Aggarwal is related to Mr. Ramchandra Aggarwal, Managing Director and Mrs. Uma Agarwal, Whole Time Director of the Company
Brief Profile	Mr. Akash Agarwal is Bachelor of Business Administration (BBA) from Lancaster University (United Kingdom) and he has more the 5 year experience in Retail Industry.

Item No. 7 to the Notice

In view of the contributions made by Sh. Ram Chandra Agarwal and his extensive knowledge of Company's operations and rich experience and expertise in managing the affairs of the Company, the Board of Directors of the Company, on the recommendation by the Nomination and Remuneration Committee, in its meeting held on November 22, 2016 has approved the re-appointment and remuneration of Mr. Ram Chandra Agarwal as Chairman and Managing Director of the Company, the period of whose office shall not be liable to determination by retirement by rotation, for a period of 5 years commencing from November 22, 2016 to November 21, 2021, in terms of the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies, Act 2013 {" Act"}, and the Rules framed thereunder, subject to the approval of shareholders of the company.

Mr. Ram Chandra Agarwal satisfies all the conditions set out in Part –I of Schedule V of the Act and conditions as set out under sub-section (3) of Section 196 of the Companies Act, 2013.

Copy of the draft letter of re-appointment to be issued to Mr. Ram Chandra Agarwal is open for inspection in physical by any member of the Company at the Registered Office of the Company during the business hours on any working day. The same may be treated as written memorandum setting out the terms and conditions of his appointment under Section 190 of the Companies Act, 2013..

The Board considers that his association would be of immense benefit to the company and it is desirable to avail services of Mr. Ram Chandra Agarwal as Chairman and Managing Director.

General Disclosure as per schedule V of the companies Act 2013:

I. General Information				
(1)	Nature of Industry	Retail (Apparels and Life Style Goods)		
(2)	Date or expected date of commencement of commercial production/Operation	23-07-2001		
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable		
(4)	Financial performance based on given indicators	(Rs. In lacs)		
		2013-2014	2014-2015	2015-2016
	Paid up Capital	2239.88	2357.77	2488.76
	Reserve & Surplus	24072.18	25047.31	26264.18
	Revenue from operation	22889.23	28676.76	31994.12
	Other Income	220.65	251.82	252.48
	Total Revenue	23109.89	28928.59	32638.69
	Profit before tax	(508.90)	1842.31	2023.56
	Less: Tax Exp.	(17.21)	869.18	798.68
	Net Profit after tax	(450.48)	975.12	1216.86
(5)	Foreign investments or collaborations, if any	N.A.		
II. Information about the appointee				
(1)	Background details	He is associated with the Company and He is chairman and Managing director of the company		
(2)	Past remuneration	Rs. 500,000 p.m.		
(3)	Recognition or awards	---		
(4)	Job profile and his suitability	Chairman & Managing Director		
(5)	Remuneration proposed	The detail of remuneration proposed is specified in resolution.		
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The salary proposed to be paid is in line with current industry standards based upon size and operations of company.		
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Beside the remuneration proposed, Mr. Ram Chandra Agarwal, does not have any pecuniary relationship with the Company and does not related to any managerial personnel except Mr. Akash Agarwal and Mrs. Uma Agarwal.		
III. Other information				
(1)	Reasons of loss or inadequate profits	NA		
(2)	Steps taken or proposed to be taken for improvement	Business Expansion of the Company		
(3)	Expected increase in productivity and profits in measurable terms.			
IV. Disclosures				
The report on Corporate Governance in the Annual Report indicates the remuneration to be paid to managerial personnel.				

The above remuneration as aforesaid to be allowed to the Executive director shall be subject to such limits for this remuneration as laid down by the Companies Act, 2013.

The Scope and quantum of remuneration and perquisites specified hereinabove, may be enhanced, enlarged, widened, altered or varied by the Board of Directors in the light of and in conformity with to the relevant provisions of the Companies Act and schedule V and / or the rules and regulations made there under and / or such guidelines as may be announced by the Central Government from time to time in future.

In absence of or inadequacy of profits in any financial year during the currency of tenure of the appointee, the aforesaid remuneration will be paid as the minimum remuneration subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 or such other amount as may be provided in Schedule V as may be amended from time to time or an equivalent statutory re-enactments thereof.

The Company shall pay to or reimburse the Executive Director and he shall be entitled to be paid and / or to be reimbursed by the Company all costs, charges and expenses that may have been or may be incurred by him for the purpose of or on behalf of the Company.

Except Mr. Akash Agarwal (DIN 03194632); Mr. Ram Chandra Agarwal (DIN: 00491885) and Mrs. Uma Agarwal (DIN: 00495945), no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise in the proposed resolutions set out at Item No. 7 of the Notice.

The Board recommends the special resolution set forth in Item no. 7 for your approval.

(Pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India.)

Particulars	
Name and Age of Director	Mr. Ram Chandra Aggarwal, 52years
DIN	00491885
Qualification	Bachelor of Commerce
Expertise in specific functional areas	He has a vast experience in Retail Industry
Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid.	Terms: - 5 years w.e.f November 22, 2016 to November 21, 2021
Last Drawn Remuneration	Rs. 500,000 p.m.
Date of first appointment on the Board	23.07.2001
Directorship held in other other companies	Unicon Marketing Pvt Ltd Ricon Commodities Pvt. Ltd. Vishal Waterworld Private Limited Sunita Fashion Private Limited VRL Retailer Business Solutions Private Limited
No. of Board Meeting attended during the year 2016-2017	11
Membership/Chairmanship of the Committees across the Companies	-
No. of equity shares held	719161 (Seven Lacs Ninety OneThousand one hundred

	sixty one only) Equity Shares as on March 31, 2017
Relationship with other Directors	Mr. Ram Chandra Aggarwal is related to Mr. Akash Aggarwal, and Mrs. Uma Agarwal, Whole Time Director of the Company
Brief Profile	Mr. Ram Chandra Agarwal is Bachelor of Commerce and he has more the 27 year experience in Retail Industry.

**By the Order of the Board of Directors
For V2 Retail Limited**

Date: 21-08-2017

Place: New Delhi

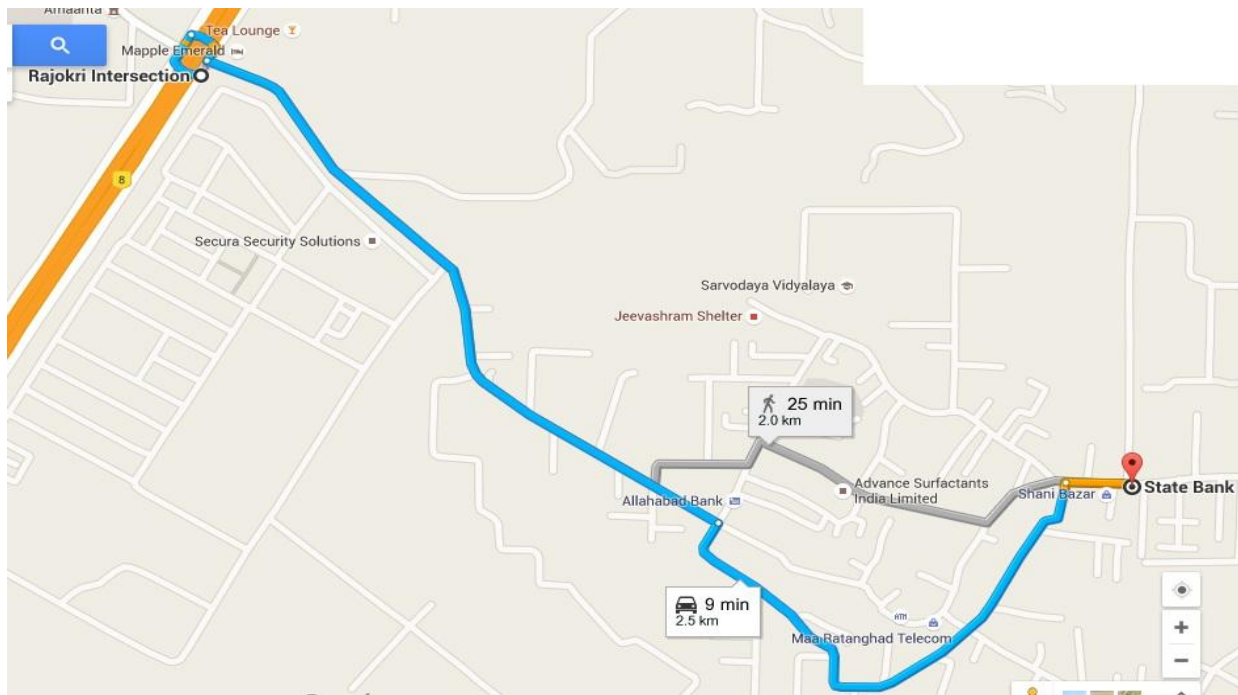
Ram Chandra Agarwal
Chairman & Managing Director
DIN: 00491885

Route map to the venue of the 16th AGM

Venue of AGM: Khasra No. 1138, Shani Bazar Chowk, Rajokari, New Delhi - 110 038

Landmark: SBI-ATM at Shani Bazar

The venue is located near the SBI-ATM at Shani Bazar. Proximity of the place from the Delhi-Jaipur Road is shown herein below:



ATTENDANCE SLIP

V2 Retail Limited

Regd. Office: Khasra No. 928, Extended Lal Dora Abadi, Village Kapashera,
Tehsil Vasant Vihar New Delhi, South West Delhi – 110037 Phone: 011-41771850
E-mail: cs@vrl.net.in, Website: www.v2retail.com
CIN -L74999DL2001PLC147724

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING.

DP Id*	
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Folio No.	
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Client Id*	
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No. of Shares	
---------------	--

NAME AND ADDRESS OF THE SHAREHOLDERS

I hereby record my presence at the **16th ANNUAL GENERAL MEETING** held on Friday, September 29, 2017 at Khasra No. 1138, Shani Bazar Chowk, Rajokari, New Delhi-110038

*Applicable for investors holding shares in electronic form.

Signature of Shareholder / Proxy

**Proxy Form
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]

V2 Retail Limited

Regd. Office: Khasra No. 928, Extended Lal Dora Abadi, Village Kapashera,
Tehsil Vasant Vihar, New Delhi, South West Delhi – 110037 Phone: 011-41771850
E-mail: cs@vrl.net.in, Website: www.v2retail.com
CIN -L74999DL2001PLC147724

16th Annual General Meeting on Friday, September 29, 2017 at 10.00 A.M

Name of the member(s): Registered Address:		E-mail Id: Folio No/*Client Id: *DP Id:	
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I/We, being the member(s) of _____ shares of V2 Retail Limited, hereby appoint:

- 1) _____ of _____ having e-mail id _____ or failing him
- 2) _____ of _____ having e-mail id _____ or failing him
- 3) _____ of _____ having e-mail id _____

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the Company, to be held on **Friday, September 29, 2017** at 10.00 a.m. at Khasra No. 1138, Shani Bazar Chowk, Rajokari, New Delhi-110038 and any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

S.No.	Resolutions	For	Against
1.	Adoption of Audited Financial Statements along with the Report of the Board of Directors and Auditors for the financial year ended March 31, 2017		
2.	To appoint a director in place of Smt. Uma Agarwal (DIN: 00495945), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.		
3.	Appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company for a period of 5 years.		
4.	To appoint Mr. Siya Ram as an Independent Director of the Company.		
5.	To appoint Mr. Jitender as an Independent Director of the Company.		
6.	To appoint Mr. Akash Aggarwal as Whole Time Director of the Company		
7.	To Re- appoint Mr. Ram Chandra Aggarwal as Chairman and Managing Director of the Company		

* Applicable for investors holding shares in electronic form.

Signed this.....day of, 2017

Signature of Shareholder

Affix Revenue Stamp of Rs.1/-
--

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

NOTES:

- (1) This proxy form 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) A proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 of shareholder.
- ** (4) This is only optional. Please 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 the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.