

August 16, 2017

To

The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, NSE Building Bandra Kurla Complex, Bandra East, Mumbai 400 051 Fax : 022-26598237, 022-26598238	The General Manager - Listing Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Fax : 022-22722041, 022-22723719
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Dear Sir,

Sub : Furnishing of Copy of Notice for the 32nd Annual General Meeting

Please find enclosed herewith a copy of the Notice convening the 32nd Annual General Meeting of the Company to be held on **Monday, September 11, 2017 at 11.00 a.m. at the Registered Office of the Company.**

We are also arranging to upload said notice on the website of the Company : www.polyplex.com

Thanking you,

Yours faithfully,
For Polyplex Corporation Limited



Ashok Kumar Gurnani
Company Secretary

Email : akgurnani@polyplex.com

Encl : as above.

Polyplex Corporation Limited

(CIN: L25209UR1984PLC011596)

B-37, Sector-1, Noida - 201 301, Distt. Gautam Budh Nagar (U.P.) India
Board: +91.120.2443716-19, Fax: +91.120.2443723 & 24 Website : www.polyplex.com

Registered Office: Lohia Head Road, Khatima - 262308, Distt. Udham Singh Nagar, Uttarakhand, India

Notice

NOTICE is hereby given that the Thirty-second Annual General Meeting of the Members of Polyplex Corporation Limited will be held at the Registered Office of the Company as per following details:

Day : Monday
Date : September 11, 2017
Time : 11.00 a.m.
Venue : Lohia Head Road, Khatima-262308,
Distt. Udham Singh Nagar, Uttarakhand

to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt: (a) Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the Reports of the Auditors' and Directors' thereon; and (b) Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the Report of Auditors' thereon and if thought fit to pass, with or without modification(s), the following resolution(s) as **Ordinary Resolution(s)**:
 - "RESOLVED THAT the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the Reports of the Auditors' and Directors' thereon, be and are hereby received, considered and adopted."
 - "RESOLVED THAT the Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the Report of Auditors' thereon, be and are hereby received, considered and adopted."
- To declare final dividend for the Financial Year 2016-17 and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT a Final dividend at the rate of ₹4.00 (Rupees Four) per Equity Share of face value of ₹10.00 (Rupees Ten), as recommended by the Board of Directors of the Company, be and is hereby declared for the Financial

Year ended March 31, 2017."

- To appoint a Director in place of Mr. Sanjiv Saraf (DIN: 00003998) who retires by rotation and being eligible, offers himself for re-appointment 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 Section 152 of the Companies Act, 2013 and Rules made thereunder, Mr. Sanjiv Saraf (DIN: 00003998), who retires by rotation at this meeting and being eligible having offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

- To appoint Auditors 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 Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, M/s. S S Kothari Mehta & Co., Chartered Accountants, New Delhi (Firm Registration No. 000756N) be and are hereby appointed as Auditors of the Company in place of retiring auditors M/s. Lodha & Co., Chartered Accountants (Firm Registration No. 301051E) for a term of five years to hold office from the conclusion of Thirty-second Annual General Meeting until the conclusion of Thirty-seventh Annual General Meeting of the Company, at such remuneration as may be determined by the Board of Directors of the Company based on the recommendations of the Audit Committee, in addition to applicable taxes and reimbursement of all out of pocket expenses in connection with the audit of accounts of the Company."

RESOLVED FURTHER THAT the matter relating to appointment of the aforesaid Auditors shall be placed before the Members for their ratification at every subsequent Annual General Meeting held during the aforesaid term."

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Registered Office: Lohia Head Road, Khatima-262 308, Distt. Udham Singh Nagar, Uttarakhand, India
Phone: 05943-250136, Fax : 05943-250281

SPECIAL BUSINESS

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 Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration of ₹3,00,000/- excluding applicable taxes and reimbursement of actual out of pocket expenses, payable to M/s. Sanjay Gupta & Associates, Cost Accountants, (Firm Registration No. 000212), Cost Auditors appointed by the Board of

Directors of the Company, to conduct the audit of the cost records of the Company for the Financial Year 2017-18, be and is hereby approved and ratified."

By Order of the Board
For **Polyplex Corporation Limited**

Ashok Kumar Gurnani

Company Secretary

FCS-2210

Date : July 25, 2017

Place : Noida

Regd. Office: Lohia Head Road,
Khatima - 262308,
Distt. Udham Singh Nagar,
Uttarakhand

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case of a Member who is holding more than 10% of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other Member(s). The instrument appointing a proxy shall be signed by the appointer or his attorney duly authorised in writing or if the appointer is a body corporate, it shall be under its seal or be signed by an officer or an attorney duly authorised by it.

2. Proxies in order to be effective should be lodged with the Company at the Registered Office at least 48 hours before the commencement of the AGM.
3. Corporate Members intending to send their authorised representatives to attend the AGM and/or vote thereat are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the AGM.
4. In terms of the provision of Section 139(2) of the Companies Act, 2013 and Rules made thereunder, the

term of M/s. Lodha & Co., Chartered Accountants, existing Auditors will expire at the conclusion of ensuing Annual General Meeting (32nd AGM) and they are not eligible to be re-appointed as they have already held the office of Auditors of the Company for the maximum number of years provided under the Companies Act, 2013.

The Audit Committee had recommended to the Board of Directors, the appointment of M/s. S S Kothari Mehta & Co., Chartered Accountants, as the Auditors as their qualifications and experience have been found to be commensurate with the size and requirements of the Company. The Board of Directors accordingly recommend the appointment of M/s. S S Kothari Mehta & Co., Chartered Accountants as the Auditors in place of the retiring Auditors, M/s. Lodha & Co., Chartered Accountants, subject to the approval of the Members of the Company in ensuing AGM.

M/s. S S Kothari Mehta & Co., Chartered Accountants, New Delhi (Firm Registration No. 000756N) have given their consent and have confirmed that their appointment, if made, would be acceptable to them and would be in compliance with the statutory requirements under the Companies Act, 2013 and Rules made thereunder.

5. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), relating to the Special Business to be transacted at this AGM, is annexed.
6. The Register of Members and Share Transfer Books of the Company will remain closed from September 4, 2017 to

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September 11, 2017 (both days inclusive).

7. In case of joint holders attending the meeting only such joint holder who is higher in the order of names shall be entitled to vote.
8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 (the Act), will be available for inspection by the Members at the Registered Office of the Company during the business hours except on holidays upto and including the date of AGM.
9. The Register of Contracts or Arrangements in which directors are interested, maintained under Section 189 of the Act, will be available for inspection by the Members at the Registered Office of the Company and at the AGM.
10. The dividend declared at the meeting will be made payable on or after September 11, 2017 to those Members, whose names are on the Register of Members as Beneficial Owners as at the end of business on September 3, 2017 as per the lists to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form, and to Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company on or before September 4, 2017.
11. Pursuant to Section 124(5) of the Companies Act, 2013, amount of unpaid / unclaimed dividends upto Financial Year 2008-09 has been transferred to Investor Education and Protection Fund (IEPF) (established by the Government of India). In respect of these transfers no claim lies against the Company.
12. Pursuant to Section 125 of the Companies Act, 2013, all unpaid dividends which have remained unclaimed for a period of seven years from the date they became due for payment, are required to be transferred to the Investor Education and Protection Fund (IEPF) (established by the Government of India). Shareholders are advised in their own interest to claim the unclaimed dividend for the Financial Year 2009-10 onward, details whereof are given hereunder failing which all unclaimed dividends shall be transferred to the IEPF within the time prescribed under the law.

Financial Year	Dividend		Dividend per share of the face value of ₹10/- each	Declared on/ Record Date
2009-10	80%	Final	₹8.00	25.09.2010
2010-11	60%	Interim	₹6.00	16.11.2010
2010-11	70%	Final	₹7.00	28.09.2011
2011-12	40%	Final	₹4.00	28.09.2012
2012-13	30%	Final	₹3.00	30.09.2013
2013-14	20%	Final	₹2.00	29.09.2014
2014-15	25%	Final	₹2.50	28.09.2015
2015-16	30%	Final	₹3.00	29.09.2016
2016-17	30%	Interim	₹3.00	14.11.2016

The Company has uploaded the details of unpaid/unclaimed dividend lying with the Company as on September 29, 2016 (date of previous AGM) on the website of the Company (www.polyplex.com) and on the website of the Ministry of Corporate Affairs (MCA) along with Form 5 INV.

13. Transfer of Unclaimed Shares to Investor Education and Protection Fund : Pursuant to Section 124(6) of the Companies Act, 2013 and the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the 'Rules') notified by the Ministry of Corporate Affairs (MCA), as amended, all shares in respect of which dividend has remained unclaimed by the shareholders for seven consecutive years or more are required to be transferred to the Investor Education and Protection Fund (IEPF).

During the year, public notice in newspapers and individual notices were sent to the concerned shareholders whose shares were liable to be transferred to IEPF/Suspense Account under the said Rules for taking appropriate action and full details of such shareholders and shares due for transfer to IEPF Authority/Suspense Account have also been uploaded on Company's website at www.polyplex.com.

These shares will be transferred to the IEPF Suspense Account in due course of time as and when the details are notified by the MCA/Authority.

14. Members are requested to register their e-mail addresses with the Company/Registrar & Transfer Agent and Beneficial Owners of shares are requested to update

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their email addresses with their respective Depository Participants for receiving the Report and Accounts, Notices etc. in electronic mode, as a measure of support to the Green Initiative in Corporate Governance of the Ministry of Corporate Affairs, Government of India.

15. (a) Members holding shares in physical form are requested to notify to the Company or its Registrar and Share Transfer Agent viz. M/s Karvy Computershare Private Limited, Hyderabad for change/ correction in their address, updation of their Income Tax PAN Number, Bank Account details and email id etc. quoting their folio number.

(b) Members holding shares in dematerialized form are requested to notify to their Depository Participant, change/ correction in their address/ Bank Account particulars etc., as the Company uses the information provided by the Depositories in respect of shares held in demat form.

16. Nomination Facility: Section 72 of the Act, extends the nomination facility to individual shareholders of the Company. Therefore, shareholders holding share certificates in physical form and willing to avail this facility may make nomination in Form SH 13, (available on Company's website www.polyplex.com) which may be downloaded from the website of the Company. However, in case of shareholding in demat account, the shareholders should approach their respective Depository Participants for making nominations.

17. Details required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2, in respect of Directors seeking appointment/ reappointments at the AGM are separately annexed hereto.

18. Remote e-Voting : Pursuant to Section 108 of the Act read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in this Notice. The Company has fixed September 4, 2017 as "cut-off" date to record the entitlement of shareholders to cast their vote on the agenda items of the 32nd Annual

General Meeting (AGM). E-voting on the agenda items of the AGM will take place from September 8, 2017 to September 10, 2017. Members who cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again. Members as on aforesaid cut-off date who are unable to cast their vote electronically would be entitled to cast their vote at the AGM. A separate enclosure, which forms an integral part of this Notice, giving detailed procedure and instructions for remote e-voting is enclosed.

19. A route map and prominent land mark for easy location to the venue of AGM is given at the end of this Notice.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act)

Item No. 5

The Board of Directors of the Company, on the recommendations of the Audit Committee, have approved the appointment of M/s. Sanjay Gupta & Associates, Cost Accountants, New Delhi (Firm Registration No. 000212) as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2017-18 at the remuneration provided in the said resolution.

As provided in Section 148 of the Act, read with Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

Board of Directors accordingly commend this resolution for the approval of the Members.

By Order of the Board
For **Polyplex Corporation Limited**

Ashok Kumar Gurnani
Company Secretary
FCS-2210

Date : July 25, 2017
Place : Noida

Polyplex Corporation Limited

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Notes on Directors seeking appointment / re-appointment pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and additional Information required by Secretarial Standard -2 (SS-2) issued by Institute of Company Secretaries of India is as under.

Particulars/ Names	Mr. Sanjiv Saraf
Date of Birth	30-Dec-1958
Date of Appointment	18-Oct-1984
Qualification	B. Tech (IIT-KGP)
Expertise in specific functional areas	General Management
Directorship of other companies (excluding Foreign Companies and Section 8 Companies).	<ol style="list-style-type: none"> 1. Bhilangana Hydro Power Limited 2. Carter and Burges (Asia) Limited 3. Global Solar Energy (India) Limited 4. Orbis Capital Limited 5. SSIPL Retail Limited 6. Kotla Hydro Power Private Limited 7. Dalhousie Villa Private Limited 8. Kotla Renewables Private Limited
Chairmanship/ Membership of Committees of other Public Companies :	Chairmanship : 1 Membership : 1
Audit Committee	SSIPL Retail Limited (Chairman)
Stakeholders Relationship Committee	N.A.
Nomination and Remuneration Committee	SSIPL Retail Limited (Chairman)
Number of shares held in the Company in his own name	3,25,138 Equity Shares ₹10/- each.
Number of Board Meetings attended during 2016-17	5 out of 6
Remuneration drawn during Financial Year 2016-17	Sitting fees ₹3 Lacs and Commission ₹42 Lacs. Being Non Executive Director, not entitled to any other managerial remuneration
Directors' inter se relationship with other Directors/Key Managerial Personnel	Not related to any other Director or KMP

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PROCEDURE AND INSTRUCTIONS FOR E-VOTING

The procedure and instructions for e-voting are as follows:

I. In case of members receiving e-mail:

- i) Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'
- ii) Enter the login credentials (i.e., user-id & password) mentioned in email forwarded through the electronic notice. Your Folio No./ DP Client ID will be your User-ID.

User – ID	For Members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- • Event No. followed by Folio Number registered with the Company
Password	Your Unique password is mentioned on the email forwarded through the electronic notice.
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- iii) After entering these details appropriately, click on "LOGIN".
- iv) Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc). Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through **Karvy Computershare Private Limited e-Voting platform**. System will prompt you to change your password and update any contact details like mobile number, email ID etc on first login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- v) You need to login again with the new credentials.
- vi) On successful login, system will prompt to select the E-Voting Event Number (EVEN)/'Event No.' for Polyplex Corporation Limited.
- vii) If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any company, then your exiting login id and password are to be used.
- viii) On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) as on Cut-off date under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not wants to cast, select 'ABSTAIN'.
- ix) 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.
- x) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote or cast the vote again. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xi) Corporate/Institutional Members (corporate/FIs/FIIs/Trust/Mutual Funds/Banks, etc.) are required to send scan (PDF

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format) of the relevant Board Resolution etc. to the Scrutinizer through e-mail at info@csrsm.com with a copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Polyplex_EVEN No. 3263".

- xii) Members can cast their vote online from September 8, 2017 (from 9.00 a.m. IST) to September 10, 2017 (upto 5.00 p.m. IST). The e-voting module shall be disabled by Karvy thereafter.

II. In case of members receiving the physical copy.

- i) User-ID and initial password are provided on the attendance slip.
- ii) Please follow steps as mentioned above.

Notes:

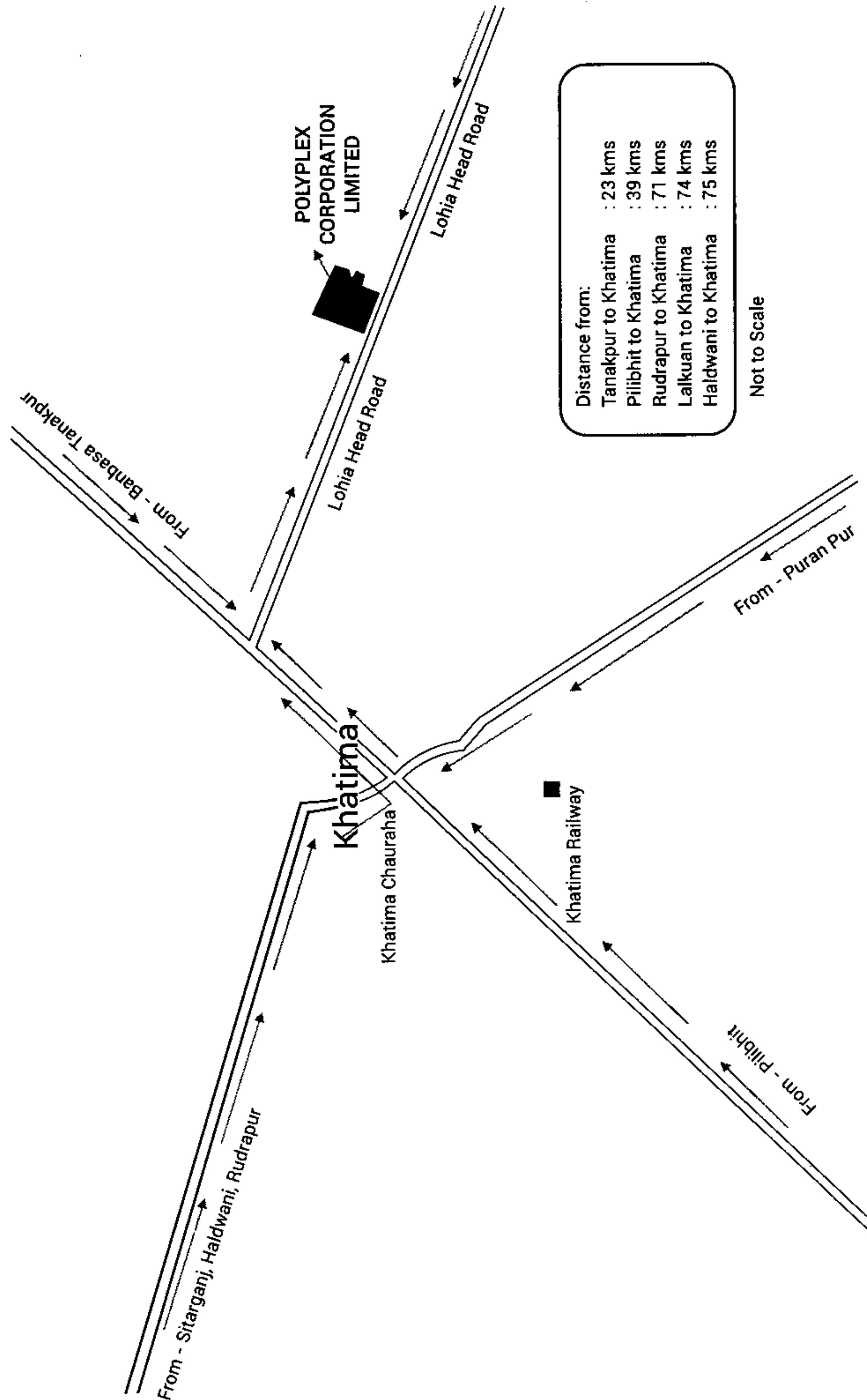
- a) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-voting user manual for Shareholders available at download section of 'https://evoting.karvy.com' or contact Ms. P. Varalakshmi of Karvy Computershare Private Limited, at 040-67161616 or at Tel. No. 1-800-3454-001 (Toll free).
- b) The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company, as on the cut-off date, being Monday, September 04, 2017.
- c) Any person who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of Annual General Meeting and holds shares as of the cut-off date i.e. September 4, 2017 may obtain the User-ID and password in the manner as mentioned below:
 - i) If the mobile number of the member is registered against Folio No./ DPID Client ID, the member may send SMS:
MYEPWD<space> E-Voting Event Number +Folio no. or DPID Client ID to +91-9212993399
Example for NSDL: MYEPWD<SPACE>IN12345612345678
Example for CDSL: MYEPWD<SPACE>1402345612345678
Example for Physical: MYEPWD<SPACE>XXXX1234567890
 - ii) If e-mail address or mobile number of the member is registered against Folio No. / DPID Client ID, then on the home page of https://evoting.karvy.com, the member may click "Forgot Password" and enter Folio No. or DPID Client ID and PAN to generate a password.
 - iii) Member may Call Karvy's Toll free number 1-800-3454-001
 - iv) Member may send an e-mail request to evoting@karvy.com
 - v) If the member is already registered with Karvy for e-voting, he can use his existing User-ID and password for casting the vote through e-voting.
- d) A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
- e) The Board of Directors has appointed Mr. Ravi Sharma, Partner of M/s. R S M & Co., Company Secretaries, New Delhi as Scrutinizer, to scrutinize the physical voting and e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same.
- f) The Scrutinizer(s) shall immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 (two) witnesses not in the employment of the Company. The Scrutinizer(s) shall submit a consolidated Scrutinizers' Report of the total votes cast in favour or against, if any, not later than 3 (three) days of conclusion of the meeting to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or any other person authorized by him in writing shall declare the results of the voting forthwith.
- g) The Results on resolutions shall be declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
- h) The Results declared along with the Scrutinizers' Report shall be placed on the Company's website www.polyplex.com and on the website of Karvy immediately after the results are declared by the Chairman or any other person authorized by him. The Company shall, simultaneously, forward the results to the concerned stock exchanges where its equity shares are listed.

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**THIRTY-SECOND ANNUAL GENERAL MEETING
Monday, September 11, 2017, at 11:00 a.m.**

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]

1. Name(s) of Member(s) including joint holders, if any :	
2. Registered address of the sole / first named Member :	
3. E-mail ID :	
4. DP ID No. & Client ID No./ Registered Folio No. :	

I / We, being the Member(s), holding _____ shares of Polyplex Corporation Limited, 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 32nd Annual General Meeting (AGM) of the Company to be held on **Monday, September 11, 2017, at 11:00 a.m.** at the Registered Office of the Company at Lohia Head Road, Khatima-262 308, Distt. Udham Singh Nagar, Uttarakhand and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business	
1.	Adoption of : (a) Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the Reports of the Auditors' and Directors' thereon; and (b) Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the Report of Auditors' thereon.
2.	Declaration of Final Dividend for the Financial Year 2016-17.
3.	Re-appointment of Mr. Sanjiv Saraf (DIN: 00003998) who retires by rotation and, being eligible, offers himself for re-appointment.
4.	Appointment of M/s. S S Kothari Mehta & Co., Chartered Accountants (Firm Registration Number: 000756N), as Auditors.
Special Business	
5.	Ratification of remuneration to M/s. Sanjay Gupta & Associates (Firm Registration No. 000212), Cost Accountants as Cost Auditor for the Financial Year 2017-18

Signed at (Place) _____ this (Date) _____ day of (Month) _____, 2017

Signature of the Member(s) _____

Signature of Proxy holder(s) _____

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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Thirty-Second Annual General Meeting.
3. Please complete all the details including details of member(s) in above box before submission