

**EMAMI FRANK ROSS LIMITED**  
**Reg. Off: 7, Jawaharlal Nehru Road, Kolkata -700013**  
**Ph. No.: 2228 6042/ 0066/ 0067**  
**Website: www.frankrosspharmcy.com**  
**CIN: L24232WB1919PLC003123**

PROXY FORM  
FORM MGT-11

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

Serial no: .....  
Name of Member(s): .....  
Registered Address: .....  
Email ID: .....  
Folio No.: .....

I/We, being the member(s) holding .....Equity Shares of ₹ 10/- each of Emami Frank Ross Limited,  
hereby appoint:

1. Name: .....  
Address: .....  
E-Mail ID: ..... Signature: .....  
or

2. Name: .....  
Address: .....  
E-Mail ID: ..... Signature: .....  
or

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 103<sup>rd</sup> Annual General Meeting of the Company, to be held on Tuesday, 28<sup>th</sup> September, 2021 at 7, Jawaharlal Nehru Road, Kolkata-700013 at 11.00 A.M. and at my adjournment thereof in respect of such resolutions as are indicated below:

NO.	PARTICULARS OF RESOLUTION	VOTE		
		For	Against	Abstain
RESOLUTION - 1 (ORDINARY RESOLUTION)	To consider and adopt the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> March 2021 together with report of the Board of Directors and Auditor's thereon.			
RESOLUTION - 2 (ORDINARY RESOLUTION)	To appoint Mr. Gautam Jatia (DIN: 00604926) who retires by rotation and being eligible offers himself for reappointment.			
RESOLUTION - 3 (ORDINARY RESOLUTION)	To appoint Mrs. Chadaravalli Srinivasabhatta Nalini (DIN: 06806913) who retires by rotation and being eligible offers herself for reappointment.			

SPECIAL BUSINESS				
RESOLUTION - 4 (SPECIAL RESOLUTION)	To consider and approve the appointment of Mr. Pramod Kumar Shah (DIN: 00343256) as an Independent Director for second term for 3 (Three) Years.			
RESOLUTION - 5 (SPECIAL RESOLUTION)	To consider and approve the appointment Mrs. Karabi Sengupta (DIN: 02534951) as an Independent Director for 5 (Five) Years.			
RESOLUTION - 6 (SPECIAL RESOLUTION)	To consider and approve the reappointment of Mr. Anurag Jatia (DIN: 01184328) as Whole time director with revision in terms of remuneration.			
RESOLUTION - 7 (SPECIAL RESOLUTION)	To consider and approve the reappointment of Mr. Sujoy Chattaraj (DIN: 08818352) as Whole time Director with revision in terms of remuneration.			
RESOLUTION - 8 (SPECIAL RESOLUTION)	To consider and approve related party transaction of sale of property of Mrs. Chadaravalli Srinivasavatta Nalini u/s 188 of Companies Act, 2013.			
RESOLUTION - 9 (ORDINARY RESOLUTION)	To consider related party transaction of Mr. Rajendra Kumar Jatia u/s 188 of Companies Act, 2013.			
RESOLUTION - 10 (SPECIAL RESOLUTION)	To consider related party transactions u/s 188 of Companies Act, 2013 with Rule 15 and Regulation 23(4) of SEBI (LODR) Regulations, 2015.			

Signed this .....day of .....2021

Signature of Shareholder (S): .....

Signature of First Proxy Holder: .....

Signature of Second Proxy Holder: .....

Signature of Third Proxy Holder: .....

Affix one  
Rupee  
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 later than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
3. Members are requested to note that a person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such person shall not act as a proxy for any other member