



**KAMAT HOTELS (INDIA) LIMITED**  
**CIN No: L55101MH1986PLC039307**

**Registered Office :** KHIL House, 70-C, Nehru Road, Near Santacruz Airport, Vile Parle (East), Mumbai- 400 099, Maharashtra, India.  
 Tel No. 022 2616 4000, Email : [cs@khil.com](mailto:cs@khil.com) and Website : [www.khil.com](http://www.khil.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]

Name of the Member(s)	
Registered Address	
Email ID:	
Folio No /DP ID Client ID No.	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name: ----- E-mail Id: -----

Address: -----

-----Signature: ----- or failing him/her

2. Name: ----- E-mail Id: -----

Address: -----

-----Signature: ----- or failing him/her

3. Name: ----- E-mail Id: -----

Address: -----

-----Signature: -----

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31<sup>st</sup> Annual general meeting of the Company, to be held on the Wednesday, 26<sup>th</sup> day of September, 2018 at 11.30 a.m. at "Vishal Hall", Hotel Highway Inn, Sir M. V. Road (Andheri Kurla Road), Near Railway Station, Andheri (East), Mumbai – 400 069 and at 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:

Sr. No.	Resolutions	Optional *	
		For	Against
	<b>Ordinary Business</b>		
1.	Adoption of the Audited Financial Statements (Standalone & Consolidated) for the year ended on 31 <sup>st</sup> March, 2018 together with Reports of the Board of Directors and Auditors thereon.		
2.	Appoint a Director in place of Mr. Bipinchandra C. Kamdar who retires by rotation and being eligible offers himself for re-appointment.		
	<b>Special Business</b>		
3.	Re-Appointment of Mr. Dinkar D. Jadhav as an Independent Director		
4.	Re-Appointment of Ms. Himali H. Mehta as an Independent Director		
5.	Approval for continuation of holding office of Non-Executive Director of the Company by Mr. Bipinchandra C. Kamdar under Regulation 17 (1A) of SEBI (LODR) Regulations, 2015		
6.	Making loan/invest/provide guarantees/security upto an amount not exceeding ₹ 1,000 crores		
7.	Creating charge on the assets of the Company.		
8.	Approve related party transactions.		
9.	Approval of continuation of Directorship of Mr. S. S. Thakur who was appointed as Independent Director for a period of 5 years from 24 <sup>th</sup> September, 2016 to 23 <sup>rd</sup> September, 2021 and who is 88 years, for the remaining period of his existing term of Directorship.		

Signed this..... day of....., 2018

\_\_\_\_\_  
 Signature of shareholder

\_\_\_\_\_  
 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\* It is optional to put a '✓' in the appropriate column in front of the resolutions indicated in the table above. If you leave the 'For' or 'Against' column blank against any or all resolution(s), your proxy will be entitled to vote in the manner he / she thinks appropriate.
- 3 Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- 4 In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.