

# FLORENCE INVESTECH LIMITED

CIN: L24211DL1993PLC254964 Website: [www.florenceinvestech.co.in](http://www.florenceinvestech.co.in)  
Regd. Office: Patriot House, 3, Bahadur Shah Zafar Marg, New Delhi-110 002  
Tel.: 91-11- 33001112 Fax: 91-11- 23716607 E Mail: [parikshit.pant@jkmil.com](mailto:parikshit.pant@jkmil.com)

## NOTICE

NOTICE is hereby given that the **22<sup>nd</sup> Annual General Meeting** of the Members of **FLORENCE INVESTECH LIMITED** will be held at **Lakshmipat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016** on **Tuesday, the 20<sup>th</sup> September, 2016** at **3.30 P.M.** to transact the following business:

1. To receive, consider and adopt the audited financial statements of the Company (including audited consolidated financial statements) for the financial year ended 31<sup>st</sup> March, 2016 and the Reports of the Board of Directors and Auditors thereon.
2. To declare Dividend.
3. To appoint a Director in place of Shri Ashok Kumar Kinra (DIN: 00066421), who retires by rotation and being eligible, offers himself for re-appointment.
4. To ratify appointment of the Auditors and to fix their remuneration and in connection therewith to consider and if thought fit to pass, with or without modification(s), the following as **Ordinary Resolution**:

“RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder, as amended from time to time and pursuant to the resolution passed by the Members at the 20<sup>th</sup> Annual General Meeting (AGM) the appointment of M/s. Lodha & Co., Chartered Accountants, New Delhi, (Registration No. 301051E) as Auditors of the Company, to hold office from the conclusion of this AGM till the conclusion of the 23<sup>rd</sup> AGM, be and is hereby ratified on a remuneration of ₹ 65,000/- (Rupees Sixty Five Thousand only) per annum, excluding Service Tax as applicable and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the audit.”

### As Special Business

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

“RESOLVED that Shri Surendra Malhotra (DIN: 00271508) whose appointment on the Board as Additional Director determines on the date of the present Annual General Meeting, be and is hereby appointed as a Director of the Company liable to retire by rotation.

RESOLVED FURTHER that pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made thereunder including any statutory modification(s) or re-enactment(s) thereof for the time being in force read with Schedule IV to the said Act and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, Shri Surendra Malhotra (DIN: 00271508) be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 29<sup>th</sup> October, 2015.”

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

“RESOLVED that Shri Amar Singh Mehta (DIN: 00030694) whose appointment on the Board as Additional Director determines on the date of present Annual General Meeting, be and is hereby appointed as a Director of the Company liable to retire by rotation.

RESOLVED FURTHER that pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made thereunder including any statutory modification(s) or re-enactment(s) thereof for the time being in force read with Schedule IV to the said Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Amar Singh Mehta (DIN: 00030694) be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 21<sup>st</sup> July, 2016.”

**By Order of the Board**

Regd. Office:  
Patriot House, 3, Bahadur Shah Zafar Marg  
New Delhi-110002  
Date: 8<sup>th</sup> August, 2016

**Parikshit Pant**  
Company Secretary

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning item Nos. 5 and 6 of the Notice, is annexed hereto.
3. Relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Companies Act, 2013, shall be available for inspection at the Registered Office of the Company during normal business hours (between 11.00 A.M. to 1.00 P.M.) on all working days upto and including the date of the Annual General Meeting and also at the venue of the meeting.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from 14<sup>th</sup> September, 2016 to 20<sup>th</sup> September, 2016 (both days inclusive).
5. The dividend of ₹ 1.50 per Equity Share of ₹ 10 each (15%), as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid within three weeks of the date of the Annual General Meeting (AGM) to the Members whose names are borne on the Company’s Register of Members on

20<sup>th</sup> September, 2016 or to their mandatees. In respect of shares held in dematerialised form, the dividend will be paid on the basis of details of beneficial ownership to be received from the Depositors for this purpose.

6. In furtherance of the Go Green Initiative of the Government, electronic copy of the Annual Report for 2015-16, the Notice of 22<sup>nd</sup> AGM of the Company along with Admission Slip and Proxy Form are being sent to all the members whose email addresses are registered with the Company/Depository Participants. Physical copy of the aforesaid documents may be sent on request by any such Member.
7. Physical copy of the Annual Report for 2015-16, the Notice of the 22<sup>nd</sup> AGM of the Company along with Admission Slip and Proxy Form are being sent to those members who have not registered their e-mail addresses with the Company/Depository Participants. The Annual Report for 2015-16 and the Notice of the 22<sup>nd</sup> AGM will also be available on the Company's website [www.florenceinvestech.co.in](http://www.florenceinvestech.co.in).
8. **Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
9. **Re-appointment of Director**

Brief Resume of the Director proposed to be re-appointed (Item no. 3 of the Notice) is given hereunder:

Shri Ashok Kumar Kinra, aged 66 years, is a Chartered Accountant. He has over 44 years of experience in Finance, Accounts, Mergers & Acquisitions, Business Restructuring of Companies and Administration. He is a Member of Finance, Banking and Insurance Committees of ASSOCHAM and PHD Chambers of Commerce. His directorships in other Companies are: Bengal & Assam Company Limited, BMF Investments Limited, Dwarkesh Energy Limited, Divyashree Company Private Limited, Indica Travels & Tours Pvt. Limited, Modern Cotton Yarn Spinners Ltd., Sago Trading Limited, Pushpawati Singhania Research Institute for Liver, Renal & Digestive Diseases, Acorn Engineering Limited and Natext Biosciences Private Limited. Shri Ashok Kumar Kinra is a Member of the Stakeholders' Relationship Committee of Bengal & Assam Company Limited, Audit Committee of BMF Investments Limited and Sago Trading Limited and Chairman of Audit Committee of Dwarkesh Energy Limited [Chairmanship/Membership of Shri Ashok Kumar Kinra in Committees of Directors of other Companies are in terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]. Shri Ashok Kumar Kinra has attended all the four meetings of the Board of Directors held during the financial year ended 31st March, 2016. His Director Identification No. is 00066421. He does not hold any Equity Share of the Company. Shri Ashok Kumar Kinra is not related to any Director of the Company.

10. Remote e-voting procedure:
  - I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with relevant rules thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide Members, facility to exercise their right to vote at the 22<sup>nd</sup> AGM by electronic means and the business may be transacted through remote e-voting services provided by Central Depository (Services) India Limited (CDSL). Remote e-voting is optional. The facility for voting by ballot polling paper shall also be made available at the AGM and the Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM.

**The instructions for Members for remote e-voting are as under:**

- (i) The voting period begins on 17<sup>th</sup> September, 2016 (10.00 AM) and ends on 19<sup>th</sup> September, 2016

(5.00 PM). During this period, Members of the Company, holding Equity Shares either in physical form or in dematerialized form, as on the cut-off date 13<sup>th</sup> September, 2016, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Members who have already voted by remote e-voting prior to the AGM date may attend the AGM but would not be entitled to vote at the AGM.
- (iii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period and click on “Shareholders” tab.
- (iv) Members maintaining their holding in Demat form should enter their User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID). Members holding shares in Physical form should enter Folio Number registered with the Company.
- (v) Enter the characters displayed on the image verification and Click on Login.
- (vi) Members holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted earlier for any company, then your existing password is to be used.
- (vii) For the first time user, follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name in capital letters followed by 8 digits of the sequence number in the PAN field. <b>The sequence no. is printed on the Address Slip on the Envelope.</b></li> <li>• In case the sequence number is less than eight digits, enter the applicable number of “0” after the first two letters of name in CAPITAL letters. For example: If your name is RAMESH KUMAR and number of Equity Shares held as on cut-off date are 250, then enter RA00000250 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth	<ul style="list-style-type: none"> <li>• Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.</li> <li>• If both 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 (iv).</li> </ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach 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 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.
- (x) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN relevant for Florence Investech Limited.

- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If a Demat account holder has forgotten the password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Members can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non-Individual members and Custodians
- Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 13th September, 2016 may follow the same instructions as mentioned above for remote e-Voting.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section. The Contact details of official responsible to address grievances connected with remote e-voting are Shri Mehboob Lakhani.(Assistant Manager), Central Depository Services (India) Ltd., 16th Floor, P.J. Towers, Dalal Street, Fort, Mumbai-400 001, Phone No. 18002005533 or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

- (xxii) The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 13th September, 2016 and a person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
  - (xxiii) The Company has appointed Shri Namo Narain Agarwal, Company Secretary in Practice, as Scrutinizer to scrutinize the voting (at AGM venue) and remote e-voting process in a fair and transparent manner.
  - (xxiv) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing who shall countersign the same. The Chairman or a person authorised by him in writing shall declare the result of the voting forthwith.
11. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., 13<sup>th</sup> September, 2016 and who has not cast vote by remote e-voting, and being present at the AGM either personally or through proxy, only shall be entitled to vote at the AGM. Ballot papers will be available at the venue of the AGM.
12. The results declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website [www.florenceinvestech.co.in](http://www.florenceinvestech.co.in) and on the website of CDSL and shall simultaneously be forwarded to the Stock Exchange.
13. This Notice also contains a route map of the venue of the AGM.

#### **STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

##### **Item No. 5**

Shri Surendra Malhotra was appointed as an Additional Director of the Company w.e.f. 29<sup>th</sup> October 2015, in the category of Independent Director from the said date for a term of five consecutive years, subject to approval of the Members at the ensuing Annual General Meeting (AGM). Pursuant to Section 161 of the Companies Act, 2013, (the Act) Shri Surendra Malhotra holds office up to the date of this AGM. The Company has received a Notice under Section 160 of the said Act along with requisite deposit from a Member of the Company proposing candidature of Shri Surendra Malhotra for appointment as a Director of the Company.

Shri Surendra Malhotra has given requisite declaration that he meets the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"). Shri Surendra Malhotra is also not disqualified from being appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, Shri Surendra Malhotra fulfils the conditions specified in the Act and rules made thereunder and the Listing Regulations, in respect of his appointment as an Independent Director of the Company and he is independent of the Management. Copy of the draft letter of appointment of Shri Malhotra as an Independent Director setting out the terms and conditions would be available for inspection by the Members at the Registered Office of the Company. Brief Resume of Shri Surendra Malhotra is as under:

Shri Surendra Malhotra, aged 74 years, is a Mechanical Engineer with Post Graduate Management qualification from West Germany in 1970 on a German Government Scholarship. Shri Malhotra has over 52 years of experience

in various companies. He holds Board level positions in corporate sectors for over 20 years and was formerly the Managing Director of Orissa Synthetics Limited, set up in collaboration with E.I. Dupont, USA. Shri Malhotra with his long tenure in Private Sector has been an interface with the external environment for business strategy and has strong relationship with Financial Institutions, Banks, Global consultants and the Government. Shri Malhotra has represented the industry and Trade bodies in Joint Business Councils with other countries and has been a member of business delegations representing the country. Shri Malhotra is a fellow of the Institution of Engineers and member of All India Management Association. He is also a member of India International Centre besides his involvement in various other sports, social and cultural organizations. His Director Identification No. is 00271508. He is Chairman of J.K. Risk Managers & Insurance Brokers Limited, Director of J.K. Fenner (India) Limited, Juggilal Kamlapat Udyog Limited, J.K. Credit & Finance Limited, BMF Investments Limited, Param Shubham Vanijya Limited, Lakshmipat Singhania Foundation for Higher Learning, CliniRx Tangent Research India Private Limited and Global Strategic Technologies Limited and Member of the Audit Committee of J.K. Fenner (India) Limited and Chairman of the Audit Committee of BMF Investments Limited. [Chairmanship/Membership of Shri Surendra Malhotra in Committees of Directors of other Companies are in terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]. Shri Surendra Malhotra has attended two Board Meetings during the year ended 31st March, 2016. Shri Surendra Malhotra is not related to any Director of the Company. Shri Surendra Malhotra does not hold any Equity Share of the Company.

Keeping in view his vast experience and knowledge, it will be in the interest of the Company that Shri Surendra Malhotra is appointed as an Independent Director of the Company. The Board recommends the aforesaid Resolution for approval by the Members.

Except Shri Surendra Malhotra and his relatives to the extent of their shareholding, if any, in the Company, none of the Directors or Key Managerial Personnel of the Company, and/or their relatives to the extent of their shareholding, if any, in the Company, concerned or interested, financially or otherwise, in the aforesaid resolution.

#### **Item No. 6**

Shri Amar Singh Mehta was appointed as an Additional Director of the Company w.e.f. 21<sup>st</sup> July, 2016, in the category of Independent Director from the said date for a term of five consecutive years, subject to approval of the Members at the ensuing Annual General Meeting (AGM). Pursuant to Section 161 of the Companies Act, 2013, (the Act) Shri Amar Singh Mehta holds office up to the date of this AGM. The Company has received a Notice under Section 160 of the said Act along with requisite deposit from a Member of the Company proposing candidature of Shri Amar Singh Mehta for appointment as a Director of the Company.

Shri Amar Singh Mehta has given requisite declaration that he meets the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Shri Amar Singh Mehta is also not disqualified from being appointed as a Director in terms of Section 164 of the said Act.

In the opinion of the Board, Shri Amar Singh Mehta fulfils the conditions specified in the Act and rules made thereunder and the Listing Regulations, in respect of his appointment as an Independent Director of the Company and he is independent of the Management. Copy of the draft letter of appointment of Shri Mehta as an Independent Director setting out the terms and conditions would be available for inspection by the Members at the Registered Office of the Company. Brief Resume of Shri Amar Singh Mehta is as under:

Shri Amar Singh Mehta, aged 57 years, is a Fellow Chartered Accountant. He is having an extensive experience of over 33 years. His association in the JK Group is over 30 years in several senior positions. In Paper business Shri Mehta had been entrusted with the challenge of major capacity expansion and with his tireless efforts, the

new expansion is now running at a full capacity utilization. Under his leadership, today, JK's branded products has touched newer heights and are now available even in remote markets of India. In a short period of time Shri Mehta is recognized as one of the finest spokesperson for the Indian Paper Industry. As Head of Marketing & Sales of a leading tyre manufacturer, Shri Mehta spearheaded 700 strong Marketing, Sales & Service team across the country located at over 130 locations catering to diverse business segments of OEM/ Govt. and STUs. The entire team and a 4000 strong dealer network were nurtured under Shri Mehta's stewardship. He was instrumental in several marketing initiatives of the Tyre business and the Company grew manifold under his leadership. Shri Mehta was the convenor of the Marketing Committee of Automotive Tyre Manufacturer's Association (ATMA) the apex body of the Tyre Industry in India. His Director Identification Number is 00030694. Presently, Shri Amar Singh Mehta is on the board of Ultima Finvest Limited and also a Member of the Audit Committee of the said Company. [Membership of Shri Amar Singh Mehta in Committees of Directors of other Companies are in terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]. Shri Amar Singh Mehta is not related to any Director of the Company. Shri Amar Singh Mehta does not hold any Equity Share of the Company. Shri Mehta being appointed after 31<sup>st</sup> March, 2016 has not attended any meeting of the Board of Directors of the company held during the financial year ended 31<sup>st</sup> March, 2016.

Keeping in view his vast experience and knowledge, it will be in the interest of the Company that Shri Amar Singh Mehta is appointed as an Independent Director of the Company. The Board recommends the aforesaid Resolution for approval by the Members.

Except Shri Amar Singh Mehta and his relatives to the extent of their shareholding, if any, in the Company, none of the Directors or Key Managerial Personnel of the Company, and/or their relatives to the extent of their shareholding, if any, in the Company, concerned or interested, financially or otherwise, in the aforesaid resolution.

**By Order of the Board**

Regd. Office:  
Patriot House, 3, Bahadur Shah Zafar Marg  
New Delhi-110002  
Date: 8<sup>th</sup> August, 2016

**Parikshit Pant**  
Company Secretary

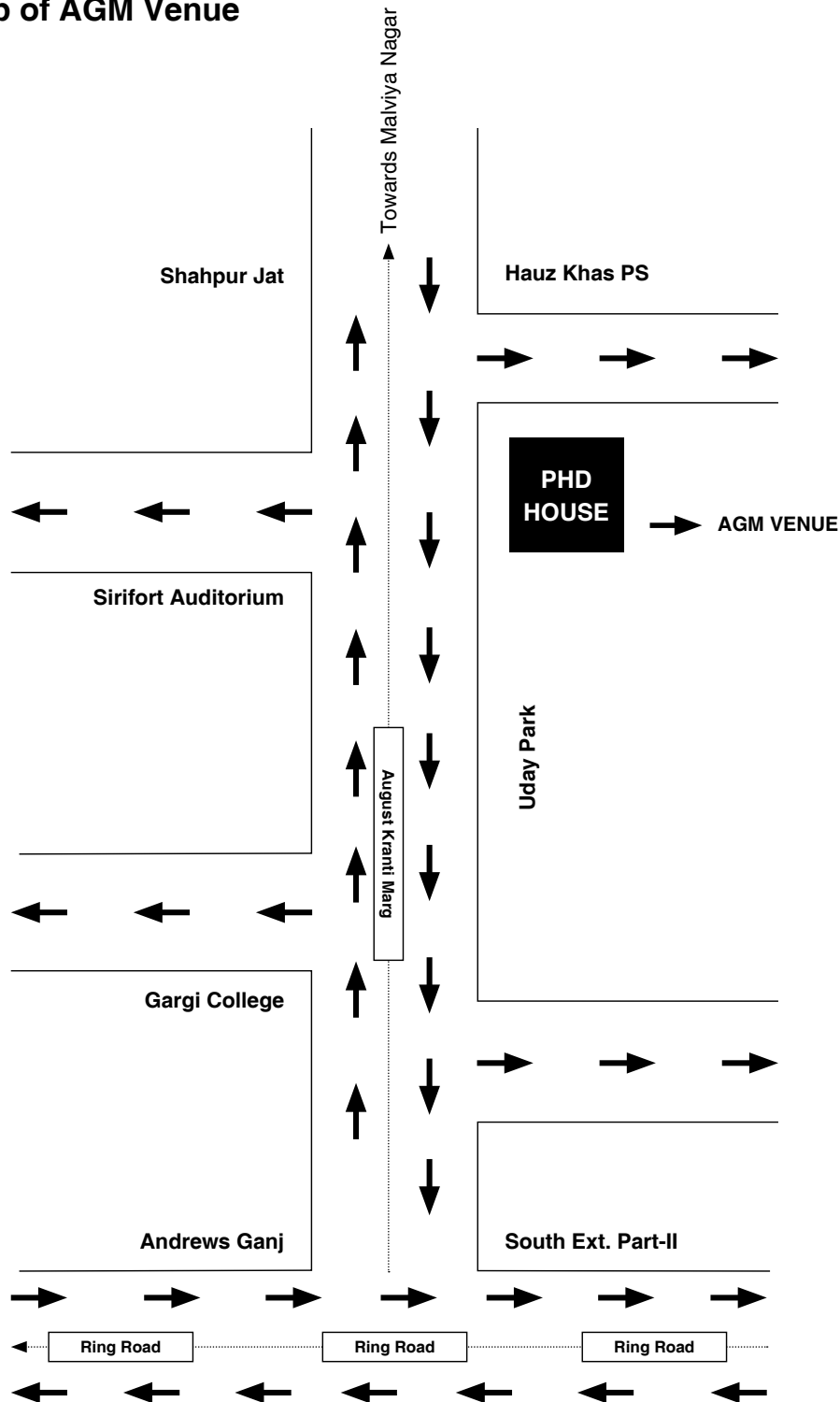


# FLORENCE INVESTECH LIMITED

## Route map to the venue of the Annual General Meeting

Lakshmiapat Singhania Auditorium, PHD Chamber of Commerce and Industry,  
PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016

### Map of AGM Venue



FLORENCE INVESTECH LIMITED

CIN: L24211DL1993PLC254964 Website: www.florenceinvestech.co.in
Regd. Office: Patriot House, 3, Bahadur Shah Zafar Marg, New Delhi – 110002
Phone: 91-11-33001112 Fax: 91-11- 23716607 E mail: parikshit.pant@jkm.com

ADMISSION SLIP

Table with 2 columns: Folio No. / DP id / Client id #, No. of Shares held

I hereby record my presence at the 22nd Annual General Meeting of the Company being held at Lakshmipat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016 on Tuesday, the 20th September, 2016 at 3.30 P.M.

Name of the Member (in block letters) :

Name of Proxy /Authorised Representative attending\* (in block letters) :

Signature of the attending Member/Proxy/Authorised Representative\*

\* Strike out whichever is not applicable. # Applicable for shareholders holding shares in dematerialised form.

Note: 1. A member/ proxy/ authorised representative wishing to attend the meeting must complete this Admission Slip before coming to the Meeting and hand it over at the entrance.

2. If you intend to appoint a Proxy, please complete, stamp, sign and deposit the Proxy Form at the Company's Registered Office at least 48 hours before the meeting.

FLORENCE INVESTECH LIMITED

CIN: L24211DL1993PLC254964 Website: www.florenceinvestech.co.in
Regd. Office: Patriot House, 3, Bahadur Shah Zafar Marg, New Delhi – 110002
Phone: 91-11-33001112 Fax: 91-11- 23716607 E mail: parikshit.pant@jkm.com

PROXY FORM

Name of the Member(s) :
Registered Address :
E-Mail :
Folio No./DP id/Client id :

I /We, being the member(s) of Florence Investech Limited, holding ..... shares hereby appoint:

(1) Name :
Address :
E Mail :
Signature : or failing him

(2) Name :
Address :
E Mail :
Signature : or failing him

(3) Name :
Address :
E Mail :
Signature :

as my/ our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 22nd Annual General Meeting of the Company to be held on Tuesday, the 20th September 2016, at 3.30 P.M. at Lakshmipat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016 and at any adjournment thereof in respect of the resolutions as are indicated below:



Resolutions	For	Against
1. Consideration and adoption of audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended 31 <sup>st</sup> March, 2016 and Reports of the Board of Directors and Auditors thereon.		
2. Declaration of Dividend.		
3. Re-appointment of Shri Ashok Kumar Kinra, who retires by rotation.		
4. Ratification of appointment of Statutory Auditors and their remuneration.		
5. Appointment of Shri Surendra Malhotra as a Director, liable to retire by rotation and also as an Independent Director of the Company for a term of five consecutive years w.e.f. 29 <sup>th</sup> October, 2015.		
6. Appointment of Shri Amar Singh Mehta as a Director, liable to retire by rotation and also as an Independent Director of the Company for a term of five consecutive years w.e.f. 21 <sup>st</sup> July. 2016.		



Signed this.....Day of.....2016.

Signature of Member

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp



**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at Patriot House, 3, Bahadur Shah Zafar Marg, New Delhi- 110002, not less than 48 hours before the commencement of the Meeting.**

