

HINDUJA VENTURES LIMITED

(CIN: L51900MH1985PLC036896)

Registered Office: In Centre, 49/50, MIDC, 12th Road, Andheri (East), Mumbai-400 093.

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website: www.hindujaventures.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) :	E-mail Id:
Registered address :	Folio No./ Client Id./ DP Id :

* For details with respect to your Folio No. /DP ID, Client ID and number of shares, please refer to the Attendance Slip enclosed along with the Annual Report.

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

1. Name:
Address:
E-mail Id: Signature:or failing him
2. Name:
Address:
E-mail Id: Signature:or failing him
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 Thirty-First Annual General Meeting of the Company, to be held on Thursday, September 22, 2016 at 11.00 a.m. at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018 and at any adjournment thereof in respect of such resolutions as are indicated below:

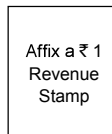
Resolution No.	Resolutions
1	Receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors.
2	Confirm the payment of Interim Dividend on Equity Shares for the financial year 2015-16 as final dividend.
3	Re-appointment of Mr. Ashok Mansukhani (DIN: 00143001), Director who retires by rotation.
4	Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366WW-100018), as Statutory Auditors of the Company.
5	Appointment of Mr. Anthony D'Silva as a Director of the Company.
6	Ratification of remuneration payable to M/s ABK & Associates, Cost Accountants (Firm Registration No. 000036) as Cost Auditors of the Company for the financial year 2016-2017.
7	Adoption of new set of Articles of Association.

Notwithstanding the above, the proxies can vote on such other items which may be tabled at the meeting by the Members present.

Signed this _____ day of _____ 2016

Signature of shareholder: _____

Signature of Proxy holder(s): _____



Note: 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.