

NOTICE

NOTICE is hereby given that the **Twenty Sixth Annual General Meeting** of the members of **MOHIT INDUSTRIES LIMITED** (CIN No. L17119GJ1991PLC015074) will be held on Tuesday, the 23rd August, 2016 at registered office of the Company at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat at 10.30 A.M to transact the following Business:

ORDINARY BUSINESS

1. To 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 thereon; and
2. To declare Dividend on Equity Shares for the financial year ended March 31, 2016
3. To appoint a Director in place of Mr. Manish Saboo (holding DIN No.01576187), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for reappointment.
4. To Appoint Auditors and to fix their Remuneration and in this regard 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 139-142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. R.K.M & Co., Surat, Chartered Accountants, (Registration No.108553W), be and are hereby appointed as Auditors of the Company to hold office from the conclusion of the this Annual General Meeting upto the conclusion of 27th Annual General Meeting at a remuneration to be decided mutually between the said Statutory Auditors and Board of Directors."

SPECIAL BUSINESS

5. To appoint Mr. Harmil Jatinbhai Shah (DIN No. 06797445) as an Independent Director and in this regard 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 Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and listing regulation, Mr. Harmil Jatinbhai Shah (DIN No. 06797445), who has submitted a declaration to the effect that he meets the criteria of independence as provided under section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years with effect from 23rd August, 2016 upto 22nd August 2021, and whose office shall not be liable to determination by retirement of directors by rotation."

6. To ratify the remuneration of the Cost Auditor(s) for the financial year ending 31st March, 2017 and in this regard 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 other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. Bhanwarlal Gurjar & Co, Cost Accountants, (Firm Registration No.101540) appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company pertaining to Textile Product for the financial year ending 31st March, 2017, amounting to Rs. 60,000/- (Rupees Sixty Thousands only) plus applicable service tax and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all necessary acts, and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Place : Surat

Date : 07.07.2016

REGD. OFFICE :

MOHIT INDUSTRIES LIMITED

CIN No. : L17119GJ1991PLC015074

A/601-B, International Trade Centre,

Majura Gate, Ring Road,

Surat-395002, Gujarat

**By order of the Board
For Mohit Industries Limited**

**Swati Malu
(Company Secretary)**

NOTES :

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item no. 5 & 6 of the notice set out above is annexed herewith.
2. **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. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED HEREWITH AND, IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE COMMENCEMENT OF 26TH ANNUAL GENERAL MEETING.**
3. **A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to bring the attendance slip at the Annual General Meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID and those who hold shares in physical form are requested to write their folio number in the attendance slip. Duplicate Attendance Slip and/or Copies of the Annual report shall not be issued/available at the venue of the meeting.
6. The Register of Members and share Transfer Book shall remain closed from **Saturday 13th August, 2016 to Tuesday 23rd August 2016 (Both days inclusive)** for purpose of payment of Dividend for financial year ended 31st March, 2016 and the 26th AGM of the company. The record date for determining the name of the members eligible for Dividend on Equity share, if declared at this meeting, is **Friday, 12th August, 2016.**
 - I. in case of Members holding shares in physical form, whose names appear in the Register of Members of the company on the cut-off date i.e. Friday, 12th August, 2016;
 - II. in case of Members holding shares in electronic form, to all Beneficial Owners as per the details furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) at the close of business hours on Friday, 12th August, 2016.
7. Dividend for financial year ended 31st March, 2016, as recommended by the Board of Directors, if approved at this meeting, will be paid/dispatched on due dates to those shareholders whose names appear in the Register of Members on Friday, 12th August, 2016.
8. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.
9. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Adroit Corporate Service Pvt Ltd(RTA).
10. **Payment of Dividends through Electronic mode :**
 - a. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have directed that listed companies shall mandatorily make all payments to investors including dividend to shareholders, by using any RBI approved electronic mode of payment viz. ECS, LECS (Local ECS), RECS (Regional ECS), NECS (National ECS), direct credit, RTGS, NEFT, etc.
 - b. In order to receive the dividend without loss of time, all the eligible shareholders holding shares in demat mode are requested to update with their respective Depository Participants before 12th August, 2016, their correct Bank Account Number, including 9 Digit MICR Code and 11 digit IFSC Code, E- Mail ID and Mobile No(s). This will facilitate the remittance of the dividend amount as directed by SEBI in the Bank Account electronically.
 - c. Shareholders holding shares in physical form may communicate details relating to their Bank Account, 9 Digit MICR Code, 11digit IFSC Code, E- Mail ID and Mobile No(s) to the Registrar and Share Transfer Agents viz. Adroit Corporate Services Private Limited before 12th August, 2016 by quoting the reference folio number and attaching a photocopy of the Cheque leaf of their Active Bank account and a self-attested copy of their PAN card.

- d. In case dividend payment by electronic mode is returned or rejected by the corresponding bank due to some reason, then the Bank will issue a dividend warrant and print the Bank account details available on its records on the said dividend warrant to avoid fraudulent encashment of the warrants.
11. The shares of the Company are under compulsory Demat trading. Members holding shares in physical form are requested to convert their shares into dematerialized form in their own interest and convenience purpose.
 12. Brief profile and other relevant information about Directors seeking appointment / re-appointment, in accordance with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are attached to this Notice forming part of the Annual Report.
 13. Members must quote their Folio Number/ Demat Account Number and Contact number etc in all correspondence with the Company/ RTA. Members are requested to address all correspondences, including dividend matters to the Registrar share Transfer Agents, "Adroit Corporate Services Private Limited" 17-20, Jafferbhoy, Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E) Mumbai-400059, India Ph: +91-022-42270400, 28596060.E: pratapp@adroitcorporate.com
 14. As per applicable provisions of the Companies Act, the company is statutorily required to transfer to Investor Education & protection fund (IEPF) all dividend remaining unclaimed for period of 7 years from the date they become due for payment. Once such amount are transferred to IEPF. No claim of shareholder shall lie against the company or the IEPF. Unclaimed Dividend for the financial years 2004-05 and Interim dividend for the financial year 2004-05, 2005-06 and 2006-07 have already been transferred by the company to the IEPF. Pursuant to the provisions of Investor Education and Protection Fund. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st March, 2016 on the website of the Company (www.mohitindustries.com).
 15. All members who have either not claimed or have not yet encashed their dividend warrant(s) for the financial year 2009-10, 2010-11 and 2011-12 have to submit the dividend warrant/s if any available with them for revalidation to the Company/RTA. Shareholders are requested to ensure that they claim the dividend(s) from the company before transfer of said dividend amount to the IEPF. The details of unclaimed dividends for the financial year 2009-10 onwards and the last date for claiming such dividends are given below:

Financial Year	Date of Declaration of Dividend	Unclaimed Amount as on 31st March, 2016	Last year for Claiming unpaid Dividend	Due Date for transfer to IEPF
2009-2010 (Final Dividend)	20/09/2010	Rs. 80,713.80	18/09/2017	19/10/2017
2010-2011 (Final Dividend)	30/09/2011	Rs. 408,517.50	28/09/2018	29/10/2018
2011-2012 (Final Dividend)	28/09/2012	Rs. 306,214.50	26/09/2019	27/10/2019

16. Non- Resident Indian members are requested to inform directly to the RTA quoting reference of their Folio Number or their Client Id number with DP ID Number as case may be immediately:
 - a. The Change in the residential status on return to India for permanent Settlement.
 - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
17. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with rules made there under, Soft copy of the Notice of AGM along with the copy of Annual Report has been sent to those shareholders who have registered their e-mail IDs with the company or whose e-mail IDs have been made available by the Depositories. The aforesaid documents can also be accessed on the Company's website: www.mohitindustries.Com.
18. To support the "Green Initiative", Shareholders who have not registered their e-mail addresses can also register the same along with the contact numbers with the company by sending details to contact@mohitindustries.com or with Adroit Corporate Services Pvt. Ltd. at pratapp@adroitcorporate.com **for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
19. For Members who have not registered their e-mail addresses, physical copies of the Annual Report along with the AGM Notice inter alia indicating, the process and manner of Remote e-Voting along with Attendance Slip and Proxy Form are being sent in the permitted mode. Further, Shareholders who have registered their e-mail addresses and wish to avail physical copies of the Notice / Annual Report will be provided the same upon request.
20. Members Seeking any information relating to the Accounts may write to the company at least 7 days before the date of the Meeting, so as to enable the Company to keep the information ready at following address: Accounts Department, Mohit Industries Limited, A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat 395002 Ph: (0261)2463261/62/63 Fax: (0261)2463264 or contact@mohitindustries.com

E-VOTING FACILITY

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the General Meeting by electronic means and the business may be transacted through e voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

1. The facility for voting through ballot paper shall be made available at the General Meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their rights at the meeting through ballot paper
2. The members who have cast their vote by remote e-voting prior to the General Meeting may also attend the General Meeting but shall not be entitled to cast their vote again.
3. The remote e-voting period commences on Friday, 19th August, 2016 (9:00 am) and ends on Monday, 22nd August, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, 16th August, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
4. The instructions for e-voting are as under:
 - A. Members whose shareholding is in the dematerialized form and whose email addresses are registered with the Company/Depository Participants(s) will receive an email from NSDL informing the User-ID and Password.
 - I. Open email and open PDF file viz "MIL remote E-Voting.pdf" with your Client ID or Folio No. as Password. The said PDF file contains your User ID and Password for e-voting. Please note that the Password is an initial password.
 - II. Launch the internet browser by typing the following URL: <https://www.evoting.nsd.com>
 - III. Click on "Shareholder Login".
 - IV. Put User ID and Password as initial Password noted in step (i) above. Click Login. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for Login.
 - V. If you are logging in for the first time, Password change menu appears. Change the Password with new Password of your choice with minimum 8 digits/characters or combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - VI. Home page of "remote e-voting" opens. Click on "remote e-Voting": Active Voting Cycles.
 - VII. Select "EVEN (E-Voting Event Number)" of Mohit Industries Limited.
 - VIII. Now you are ready for "remote e-voting" as "Cast Vote" page opens.
 - IX. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - X. Upon confirmation, the message "Vote cast successfully" will be displayed
 - XI. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - XII. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to mohitindustries@drdcs.net with a copy marked to evoting@nsdl.co.in.
 - B. **In case a Member receives physical copy of the Notice of AGM[for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :**
 - I. Initial password will be provided separately

EVEN (E-Voting Event Number)	USER ID	PASSWORD
	Your user ID has been printed on the Separate Sheet along with this Notice.	Your unique Password has been printed on the Separate sheet along with this Notice.

*Details of the process and manner of e-voting along with the User ID and Password is being sent to all the Members along with the Notice Separately

- II. Please follow all steps from Sl. No. 1. A (ii) to Sl. No. 1. A (xii) above, to cast your vote.

5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for members available at the Downloads section of www.evoting.nsd.com/In order to address any grievances relating to e-voting, you may write to Mr. Rajiv Ranjan, Assistant Manager, NSDL at the designated email ID evoting@nsdl.co.in, rajivr@nsdl.co.in or call at the following telephone no. 022 2499 4738 / 1800-222-990.
6. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
7. 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 cutoff date of 16th August, 2016.
8. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holds shares as of the cut-off date i.e. 16th August, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsd.com or contact NSDL at the following toll free no.: 1800-222-990.
9. A member may participate in the General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the General Meeting
10. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the General Meeting through ballot paper. A person who is not a Member as on the cut-off date should treat this Notice as for information purpose only.
11. Mr. Dhiren R Dave., Practicing Company Secretaries, FCS 4889, CP No. 2496, has been appointed as the Scrutinizer to scrutinize the voting at general meeting and remote e-voting process in a fair and transparent manner.
12. The Chairman shall, at the General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the General Meeting but have not cast their votes by availing the remote e-voting facility.
13. The Scrutinizer shall after the conclusion of voting at the 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 two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
14. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.mohitindustries.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchanges at which the shares of the Company are listed.
15. A separate sheet containing the complete details of the instructions for e-voting is being sent to all the shareholders along with the Annual Report for the year 2015-16 to enable them to cast their votes through e-voting.

ANNEXURE TO THE NOTICE

Explanatory Statement as required by Section 102 of the Companies Act, 2013

Item No.5

The company has received notice under section 160 of the companies Act, 2013 from a member proposing candidature of Mr. Harmil Jatinbhai Shah as an Independent Director of the company in ensuing Annual General Meeting of the company. Accordingly it is proposed to appoint Mr. Harmil Jatinbhai Shah as an Independent Director under Section 149 of the Act and applicable regulation of Listing Regulation for term of five years. Pursuant to provision of section 152(6) of the Act, an Independent director shall not be liable to retire by rotation. The company has received, from Mr. Harmil Jatinbhai Shah, Declarations that he is not disqualified to act as Director under Section 164(2) of the Companies Act, 2013 and that he meets the criteria of independence as provided under section 149(6) of the Act. In opinion of the Board, Mr. Harmil Jatinbhai Shah fulfils the condition for appointment as an Independent Director as specified under the Companies Act, 2013 and under the Listing Regulations and is an Independent of the Management. Copy of the draft letter for appointment of Mr. Harmil Jatinbhai Shah, setting out the terms and conditions of his appointment is available for inspection by members at the registered office of the company during working hours on working days. Except Mr. Harmil Shah being appointee and his relatives, none of the Directors and key managerial personnel of the Company or their relatives are concerned or interested in the said resolution. Brief Profile and Disclosure Pursuant to Regulation 36 of Listing Regulation provided under Annexure A to this AGM Notice.

The Board recommends the Ordinary Resolution set out at Item No. 5 for the approval of Members.

Item No.6

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Bhanwarlal Gurjar & Co, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2017. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors.

None of the Directors of the Company, the key managerial personnel of the Company or their relatives are concerned or interested in the said resolution.

The Board recommends the Ordinary Resolution set out at Item No. 6 for the approval of Members

**By order of the Board
For Mohit Industries Limited**

Place : Surat

Date : 07.07.2016

**Swati Malu
(Company Secretary)**

Annexure-A

DISCLOSURE PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, RELATING TO DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Particulars	Mr. Manish Saboo	Mr. Harmil Jatinbhai Shah
Date of Birth	13/11/1984	11/02/1987
Date of First Appointment	29/09/2011	N.A
Expertise in Specific General Functional Area	<ul style="list-style-type: none"> • Rich experience in Finance and Management • 5 years of experience in export of textile products • Expertise in dealing with International companies and agencies and having knowledge of international exposure for variety of Businesses. 	<ul style="list-style-type: none"> • 7 Years' experience in Embroidery Machines and Spares. • Facilitating Imports of vast variety of Products from China and Asian Countries • Expertise in International Business and Handling affairs in China.
Qualification	MBA in finance from Nottingham University, London	MSc. International Business and Management, University of Bedfordshire, UK
Directorship held in other public limited Companies	<ul style="list-style-type: none"> • Mohit Overseas Limited • Mohit Yarns Limited 	Nil
Membership/ Chairmanship of Committees of other Public Companies	Nil	Nil
No. of Shares held in the company	265,440	Nil
Relationship between directors inter-se	Mr. Manish Saboo is a Son of Mr. Narayan saboo, Managing Director of the company.	None



MOHIT INDUSTRIES LIMITED

CIN NO. L17119GJ1991PLC015074

Regd. office : A-601/B, International Trade Centre, Majura Gate Ring Road, Surat 395002

Phone : +91-261-2463261, 2463262, 2463263 **Fax :** +91-261-2463264

Email : Contact@mohitindustries.com or cs_swati@mohitindustries.com

Website : www.mohitindustries.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

(Joint shareholders may obtain additional slip at the venue of the meeting.)

Folio No./DP ID/ Client ID#	
No. of Equity Shares Held	

I hereby record my presence at the 26th Annual General Meeting of the Company being held at registered office of the Company at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat on Tuesday, the 23rd August 2016 at 10.30 A.M

Name of Shareholder (In Block letter)	
Name of proxy/ Authorized Representatives attending* (In Block letter)	

* Strike out whichever is not applicable

Applicable for Shareholders holding Shares in Dematerialized Form.

Signature of the attending Shareholder/
Proxy/Authorised Representative*

----- TERE HEAR -----

MOHIT INDUSTRIES LIMITED

CIN NO. L17119GJ1991PLC015074

Regd. office : A-601/B, International Trade Centre, Majura Gate Ring Road, Surat 395002

Phone : +91-261-2463261, 2463262, 2463263 **Fax :** +91-261-2463264

Email : Contact@mohitindustries.com or cs_swati@mohitindustries.com

Website : www.mohitindustries.com

PROXY FORM

Name of the member (s)	
Registered address	
E-mail Id	
Folio No/ Client Id	

I/We _____ being member(s) of above

named company, hereby appoint

1) Name : _____ Address : _____

Email id : _____ Signature : _____ or failing him;

2) Name : _____ Address : _____

Email id : _____ Signature : _____ or failing him;

3) Name : _____ Address : _____

Email id : _____ Signature : _____ or failing him;

TERE HEAR



----- **TERE HEAR** -----

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company being held at registered office of the Company at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat on Tuesday, the 23rd August 2016 at 10.30 A.M and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolutions	Vote (*Optional)	
		For	Against
	Ordinary Business		
1	Ordinary Resolution for Adoption of 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 thereon.		
2	Ordinary Resolution for declaration of Dividend on Equity Shares for the financial year ended March 31, 2016		
3	Ordinary Resolution for re-appointment of Mr. Manish Saboo as a Director of the Company, who retires by rotation.		
4	Ordinary Resolution for appointment of R.K.M & Co., Chartered Accountants as Auditors of the Company and fixing their remuneration.		
	Special Business		
5	Ordinary Resolution for appointment of Mr. Harmil Jatinbhai Shah as an Independent Director of the company for period of 5 years.		
6	Ordinary Resolution for ratification of the remuneration of the Cost Auditor(s) for the financial year ending 31st March, 2017		

Signed this _____ day of _____ August 2016.

Signature of the Shareholder _____

Signature of Proxy Holder(s) _____

Affix Rs. 1 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 26th Annual General Meeting.
3. Please complete all details including details of member(s) in above box before submission.

* It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.