



## Anglo-French Drugs & Industries Limited

No.41, 3rd Cross, V Block, Rajajinagar,  
Bengaluru – 560 010  
CIN: L24230KA1923PLC010205  
www.afdil.com

### NOTICE

NOTICE is hereby given that the 94th Annual General Meeting of Anglo-French Drugs & Industries Limited will be held on Thursday, 21st September 2017 at 4.30 pm at Hotel Abhimaani Vasathi, # 2/9, Dr. Rajkumar Road, Rajajinagar, Bengaluru- 560010, to transact the following business:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (including Audited consolidated Financial Statements) of the Company for the financial year ended 31st March 2017 together with the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri. Sanatkumar Shirali, (DIN:05260386), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder, Messrs. KAMG & Associates, Chartered Accountants (FRN: 311027E), be and are hereby appointed as the Auditors of the Company in place of the retiring auditors M/s Ray & Ray, Chartered Accountants, who has completed their term, for the next five years, (subject to ratification of their re-appointment at every Annual General Meeting) to hold office from the conclusion of this Meeting till the conclusion of the 99th Annual General Meeting of the Company, on such remuneration and out-of-pocket expenses, as the Board of Directors may fix.”

#### SPECIAL BUSINESS

4. **To consider and approve revision in remuneration payable to Shri. Uddhav Kanoria (DIN 00108909), President & Whole-time Director.**

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

**RESOLVED THAT** pursuant to Section II Part II of Schedule V of the Companies Act, 2013 and other applicable laws and consent of the Members of the Company be and is hereby accorded for revision in remuneration payable to Shri. Uddhav Kanoria (DIN: 00108909) President & Whole-time Director, w.e.f. 1st February 2017, on the terms of remuneration as mentioned in the agreement dated 21-09-2017.

**FURTHER RESOLVED THAT** Shri U.G. Patel, Director, be and is hereby authorized to enter into necessary agreement on behalf of the Company with Shri. Uddhav Kanoria.

5. **To consider and approve Appointment of Shri. Nirbhay Kanoria (DIN: 02558300) as Director.**

**To Consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary resolution.**

**RESOLVED THAT** Shri. Nirbhay Kanoria (DIN: 02558300), who is appointed as an Additional Director of the Company in the meeting of the Board of Directors held on 30th January 2017, who holds office up to the date of the ensuing Annual General Meeting under Section 161 of the Companies Act, 2013 and in respect of whom the Company has received his candidature for the Office of the Director be and is hereby appointed as a Director of the Company with effect from 1st February 2017, for a period of 3 years and be paid a remuneration plus perquisites as mentioned in the agreement dated 21-09-2017

**FURTHER RESOLVED THAT** Shri. U.G. Patel, Director, be and is hereby authorized to enter into necessary agreement on behalf of the Company with Shri. Nirbhay Kanoria.

6. **To consider and approve revision in salary of Mrs. Pallavi Kanoria, Vice President - HR**

**To consider and if thought fit, to pass, with or without modification, the following resolution as Special Resolution.**

**RESOLVED THAT** pursuant to Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules 2014, the Board of Directors in their meeting held on 30th January 2017 revised the salary payable to Mrs. Pallavi Kanoria, Vice President - HR, of the Company, with effect from 1st February 2017.

**7. To consider and approve re-appointment of Shri. Abhay Kanoria (DIN: 00108894) as Chairman & Managing Director, with effect from 1st April 2017.**

**To Consider, and if thought fit, to pass, with or without modification, the following resolution as Ordinary resolution.**

**RESOLVED THAT** pursuant to Part II of Schedule V to the Companies Act, 2013 consent of the Members of the Company be and is hereby accorded for re-appointment of Shri. Abhay Kanoria (DIN: 00108894), as Chairman & Managing Director of the Company for a period of three years from 1.4.2017 to 31.3.2020, on the same terms and conditions of his appointment including remuneration payable to him remaining the same, as approved by the members at the 92nd Annual General Meeting held on 21st September, 2015 unchanged.

**FURTHER RESOLVED THAT** the Board of Directors of the Company may revise, amend alter and vary the above terms of remuneration at any time and the said remuneration is subject to approval of Shareholders of the Company, as recommended by the Nomination & Remuneration Committee.

**FURTHER RESOLVED THAT** any one Director be and is hereby authorized to enter into necessary agreement on behalf of the Company with Shri. Abhay Kanoria.

**8. To consider and ratify the Appointment of Cost Auditors for Cost Audit of Formulations and to fix the Remuneration for the financial year 2017-18.**

**To Consider, and if thought fit to pass with or without modification 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 thereof, for the time being in force), Ms. Geetha Santhanagopalan, Practising Cost Accountant, (Membership No. 13095) is appointed as Cost Auditor of the Company, as recommended by the Audit Committee and approved by the Board of Directors, to conduct the audit of Cost Accounts relating to Formulations for the Financial Year 2017-18 at its meeting held on 22nd May 2017 and the said appointment be and is hereby ratified and shall be paid a remuneration of Rs.60,000/- per annum (Rupees Sixty Thousand only), including out of pocket expenses payable to her.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary to give effect to this resolution.”

**By order of the Board**

Bengaluru  
10th August 2017

**B. Subbarayalu  
Compliance Officer**

**Registered Office:**  
No.41, 3rd cross, V Block, Rajajinagar,  
Bengaluru 560 010

## **ANNEXURE TO NOTICE**

**Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013.**

**ITEM No.4**

On recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on 30th January 2017, approved the revision in remuneration payable to Shri. Uddhav Kanoria, President & Whole-time Director, with effect from 1st February 2017, for the remaining period of his appointment till 9th August 2018, as under, due to increase in overall responsibilities, subject to the approval of the Members of the Company.

I. Basic Salary at the rate of Rs.1,78,700/- per month.

II. Perquisites and allowances:

- a. Rent free accommodation or House Rent Allowance in lieu thereof, and other perquisites like reimbursement of expenditure incurred on Gas, Electricity, Power, Water and Furnishings.
- b. Use of Company maintained car with driver. Use of the car for personal use to be billed to Shri. Uddhav Kanoria.
- c. Contributions to Provident Fund and Superannuation Scheme as per Rules of the Company and contribution to Gratuity Fund computed at half a month's salary for every completed year of Service.
- d. Personal Accident Insurance, annual premium.
- e. Free residential telephone facility excluding long distance personal calls.
- f. The reimbursement of Medical expenses for himself and family on domiciliary treatment up to a limit as per Rules of the Company and coverage under Company's group MEDICLAIM policy with an Insurance Company for self and family.
- g. Leave Travel Concession for self and family once a year, in accordance with the Rule of the Company.
- h. Leave as per the rules of the Company; encashment of un-availed earned leave at the end of tenure.
- i. The Cost to the Company in respect of all perquisites shall not, together with the salary and commission exceed the limits, stipulated in Part II of Section II of Schedule V to the Companies Act, 2013 as existing or as may be amended from time to time.
- j. For the purpose of computation of the said ceiling, contributions to the Provident Fund and Superannuation Scheme, to the extent these either singly or put together, are not taxable under the Income Tax Act, 1961, Gratuity and encashment of un-availed leave, shall not be included.
- k. The perquisites and allowances are to be valued as per the Income Tax Rules, wherever applicable and actual cost to the Company in other cases.

III. First Class Air or Air-conditioned/Executive Class Rail fares at his option for self to his home-town in India on termination of the Agreement.

IV. The Agreement may be terminated at any time by either party giving to the other six English Calendar months' prior notice in writing or salary in lieu thereof.

Except Shri. Abhay Kanoria, Shri. Uddhav Kanoria and Shri. Nirbhay Kanoria, none of the other Directors of the Company, is interested in this resolution.

The Board accordingly recommends the resolutions as set out in Item No.4 of the Notice for approval of the Members.

#### **ITEM No. 5**

On recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on 30th January 2017, approved the appointment of Shri. Nirbhay Kanoria, as Additional Director, with effect from 1st February 2017, and the remuneration payable to him as under, subject to the approval of the Members of the Company.

Shri. Nirbhay Kanoria, son of Shri. Abhay Kanoria, Chairman & Managing Director of the Company, has graduated in both Business Administration and Arts with Marketing and Economics as main respectively from the University of Texas at Austin and as a part of his academic, had attended short term summer course in Economics with University of Warwick, England. Prior to his return to India, he had served The Recreational Sports Centre, Austin, Texas, as Activity Supervisor.

Shri. Nirbhay Kanoria was working as Director (not on Board) taking care of the Administration and Marketing Departments of the Company. His rich experience would benefit immensely the Company in taking forward further.

I. Basic Salary of Rs.1,25,000/- per month.

II. Perquisites and allowances:

- a. Rent free accommodation or House Rent Allowance in lieu thereof, and other perquisites like reimbursement of expenditure incurred on Gas, Electricity, Power, Water and Furnishings.
- b. Use of Company maintained car with driver. Use of the car for personal use to be billed to Shri. Nirbhay Kanoria.
- c. Contributions to Provident Fund and Superannuation Scheme as per Rules of the Company and contribution to Gratuity Fund computed at half a month's salary for every completed year of Service.
- d. Personal Accident Insurance, annual premium.
- e. Free residential telephone facility excluding long distance personal calls.

- f. The reimbursement of Medical expenses for himself and family on domiciliary treatment up to a limit as per Rules of the Company and coverage under Company's group MEDICLAIM policy with an Insurance Company for self and family.
  - g. Leave Travel Concession for self and family once a year, in accordance with the Rule of the Company.
  - h. Leave as per the rules of the Company; encashment of un-availed earned leave at the end of tenure.
  - i. For the purpose of computation of the said ceiling, contributions to the Provident Fund and Superannuation Scheme, to the extent these either singly or put together, are not taxable under the Income Tax Act, 1961, Gratuity and encashment of un-availed leave, shall not be included.
  - j. The perquisites and allowances are to be valued as per the Income Tax Rules, wherever applicable and actual cost to the Company in other cases.
- III. The total remuneration payable by the Company including salary, Perquisites and allowances and remuneration payable to him by other companies shall not exceed the limits stipulated in Schedule V to the Companies Act, 2013 as existing or as may be amended from time to time.
- IV. First Class Air or Air-conditioned/Executive Class Rail fares at his option for self to his home-town in India on termination of the Agreement.
- V. The Agreement may be terminated at any time by either party giving to the other six English Calendar months' prior notice in writing or salary in lieu thereof.

Except Shri. Abhay Kanoria, Shri. Uddhav Kanoria and Shri. Nirbhay Kanoria, none of the other Directors of the Company, is interested in this resolution.

The Board accordingly recommends the resolutions as set out in Item No.5 of the Notice for approval of the Members.

#### **ITEM NO. 6**

Mrs. Pallavi Kanoria, W/o Shri. Abhay Kanoria, is the Vice President HR of the Company. Taking into account the Company's activities and consequent increase in her responsibilities, the Board of Directors of the Company, in terms of Section 188 of the Companies Act, 2013 read with the Rules framed thereunder, at their meeting held on 30<sup>th</sup> January 2017, approved the revision in her salary, with effect from 1<sup>st</sup> February 2017, subject to the approval of the Members of the Company.

##### **1. Basic Salary of Rs.52,250/-**

In addition to the above, Mrs. Pallavi Kanoria will be entitled for perquisites and allowances and other benefits as per the rules of the company. Consent of the Members of the Company be and is hereby accorded for the revision in remuneration payable to her.

Except Shri. Abhay Kanoria, Shri. Uddhav Kanoria and Shri. Nirbhay Kanoria, none of the other Directors of the Company, is interested in this resolution.

The Board accordingly recommends the resolution as set out in Item No.6 of the Notice for approval of the Members.

#### **ITEM NO.7**

On recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on 22nd May 2017, approved the re-appointment of Shri. Abhay Kanoria, Chairman & Managing Director, with effect from 1st April 2017, for further period of three years upto 31st March 2020, on the same terms & conditions including the remuneration payable to him remaining the same, subject to the approval of the Members of the Company.

Except Shri. Abhay Kanoria, Shri. Uddhav Kanoria and Shri. Nirbhay Kanoria, none of the other Directors of the Company, is interested in this resolution.

The Board accordingly recommends the resolution as set out in Item No.7 of the Notice for approval of the Members.

#### **ITEM NO.8**

On recommendation of the Audit Committee, the Board of Directors of the Company at their meeting held on 22<sup>nd</sup> May 2017 approved the appointment of Ms. Geetha Santhanagopalan, Cost Accountant, as Cost Auditor, of the Company, to conduct the audit of Cost Accounts relating to Formulations for the Financial Year 2017-18, on such remuneration including out of pocket expenses as may be fixed by the Chairman & Managing Director.

In accordance with the provision of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors shall be ratified by the Members of the Company.

The Board of Directors have recommended the remuneration of Rs.60,000/- (Rupees sixty thousand only) including out of pocket expenses payable to the said Cost Auditor for conducting cost audit of the Company for the financial year 2017-18. Your Directors recommend the resolution for approval of the Shareholders.

No Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, are deemed to be interested and concerned in this resolution.

The Board accordingly recommends the resolution as set out in Item No.8 of the Notice for approval of the Members.

**By order of the Board**

Bengaluru  
10th August 2017

**B. Subbarayalu  
Compliance Officer**

**Registered Office:**

No.41, 3rd cross, V Block, Rajajinagar,  
Bengaluru 560 010

**NOTES:**

1. IN TERMS OF SECTION 105 OF THE COMPANIES ACT, 2013 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER AND THE PROXY FORM, TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The quorum for the Annual General Meeting, as provided in Section 103 of the Companies Act, 2013 read with Article 84, is fifteen members, personally present in the meeting at the commencement of business.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday 15th September 2017 to Thursday 21st September 2017 (both days inclusive).
4. The Company has established the Electronic Connectivity with NSDL and CDSL to facilitate holding and transfer of shares in de-materialized form. The International Securities Identification Number (ISIN) allotted to the Company's equity is INE570E01016. The shareholders may get their holding into de-materialized form.
5. Members, holding shares in physical form, may notify change in their address, by quoting Folio Number, to the Company or to the Share Transfer Agents. Those who hold shares in de-materialisation form, may notify the change in address to the Depository Participant, where such shareholder have a demat account.
6. Copies of the Annual Report 2016-17, Notice of the said Meeting, Attendance Slip, Proxy Form and Ballot Form are being sent by electronic mode to all those members whose e-mail addresses are registered with the Company/RTA or Depository Participant for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the Annual Report 2016-17, Notice etc., are being sent by the permitted mode.
7. An explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto.
8. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communication including Annual Report, Notices, circulars etc., from the Company in electronic mode.
9. Members who wish to claim dividends, which remain unclaimed, are requested to either correspond with the Secretarial Department at the Company's Registered Office or the Company's Registrars and Share Transfer Agents M/s. Canbank Computer Services Ltd. Members are requested to note that dividends which are not encashed or claimed within seven years and 30 days from the date of declaration of the Dividend, will, as per the provisions of Section 125 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, transfer and Refund) Rules, 2016 (IEPF Rules, 2016), shall be transferred to the Investor Education and Protection Fund (IEPF) a fund constituted by the Government of India under Section 125 of the Companies Act, 2013. In view of this, members are advised to send the entire un-encashed dividend warrants to the Company or our Registrars for revalidation and encash them before the due dates.

Statement of unclaimed Dividends for the previous years:

Financial Year	Unclaimed amount as on 31.3.2017. (Amount in Rs.)	Due date/ date of transfer to Investor Education and Protection Fund
2009-10	1,50,291	13.12.2017
2010-11	1,44,736	04.12.2018
2011-12	1,62,539	16.12.2019
2012-13	1,68,827	14.12.2020

Further, in accordance with the provisions of Section 124(6) of the Companies Act, 2013 and IEPF Rules, 2016, Shares on which dividend has not been paid or claimed for seven consecutive years or more, are liable to be transferred to IEPF Suspense Account.

#### 10. Remote e-Voting through electronic means:

- In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 94<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through Remote e-Voting Services. The facility of casting the votes by the members using Remote electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- The facility for Voting through ballot paper shall be made available at the 94<sup>th</sup> AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- The remote e-voting period commences on Monday 18th September 2017 (9:00 am) and ends on Wednesday 20th September 2017 (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 14th September 2017, 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.
- The process and manner for remote e-voting are as under:

In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / Depository Participants(s)]:

- Open email and open PDF file viz; "Anglo-French Drugs & Industries Ltd remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- Click on Shareholder - Login
- Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- Select "EVEN" of "Anglo-French Drugs & Industries Ltd".
- Now you are ready for remote e-voting as Cast Vote page opens.
- Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- Once you have voted on the resolution, you will not be allowed to modify your vote.
- 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 [swaroop@srlegal.co.in](mailto:swaroop@srlegal.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

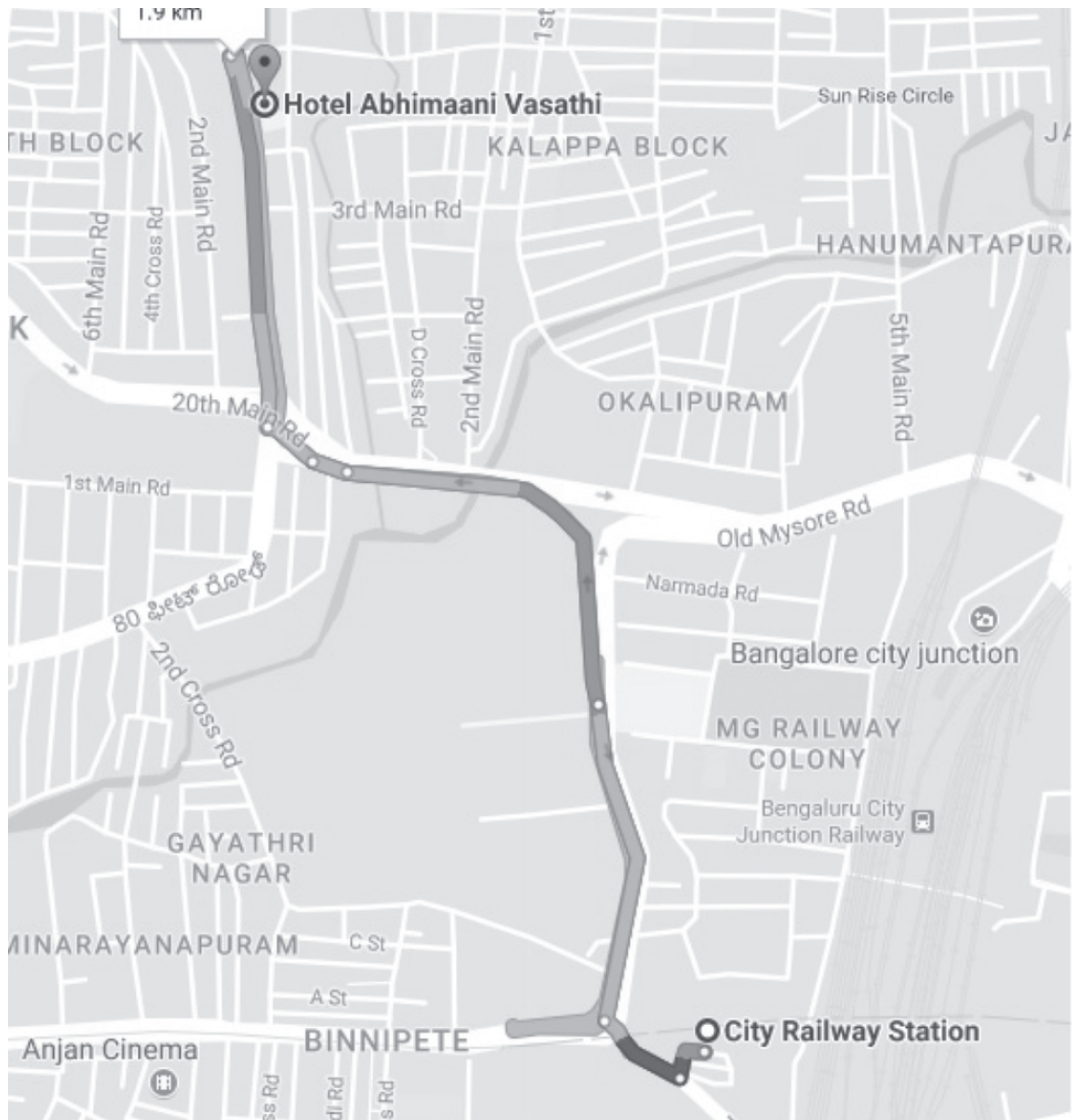


- f. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222990.
- g. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- h. 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).
- i. 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 14th September 2017.
- j. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 14<sup>th</sup> September 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [ravi@ccsl.co.in](mailto:ravi@ccsl.co.in)

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.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800222-990.

- k. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the 94<sup>th</sup> AGM.
- l. 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 AGM through ballot paper.
- m. Shri. Swaroop S., Practising Company Secretary, Membership No.8977 of M/s Swaroop, Ravishankar and Associates, has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- n. The Chairman shall, at the 94<sup>th</sup> AGM, 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 "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- o. The Scrutinizer shall after the conclusion of voting at the general meeting, will 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 AGM 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.
- p. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.afdil.com](http://www.afdil.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 BSE Limited, Dissemination Board, Mumbai.

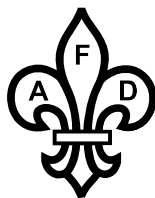
## ROUTE MAP TO THE AGM VENUE



### Address:

**Hotel Abhimaani Vasathi,**  
# 2/9, Dr. Rajkumar Road,  
Rajajinagar,  
Bengaluru- 560010,





**Anglo-French Drugs & Industries Limited**  
No.41, 3rd Cross, V Block, Rajajinagar, Bengaluru – 560 010  
CIN: L24230KA1923PLC010205  
www.afdil.com

### **ATTENDANCE SLIP**

I hereby record my presence at the Ninety Fourth Annual General Meeting held on Thursday 21st September 2017 at 4.30 PM at Hotel Abhimaani Vasathi, # 2/9, Dr. Rajkumar Road, Rajajinagar, Bengaluru- 560010,

Folio No. / DP ID-Client ID	
Full Name of the Shareholder in Block Letters	
No. of Shares held	
Name of Proxy (if any) in Block Letters	

- Note :
1. A proxy attending on behalf of Shareholder(s) should write the name of the Shareholder(s) from whom he holds Proxy.
  2. Members are requested to bring their copy of the Annual Report to the Meeting as additional copies of the same will not be made available at the Meeting.

Signature of the Shareholder/Proxy/Representative\*

\*Strike out whichever is not applicable

**Anglo-French Drugs & Industries Limited**

No.41, 3rd Cross, V Block, Rajajinagar,  
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CIN: L24230KA1923PLC010205  
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**PROXY FORM**  
(Form No.MGT-11)

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

CIN : L24230KA1923PLC010205  
Name of the Company : Anglo-French Drugs & Industries Ltd.  
Registered Office: : No.41, 3rd Cross, V Block, Rajajinagar, Bengaluru – 560 010  
E-mail: : **Tel No.:** 080-23156757, **Fax No.**080-23389963/23306596  
**subbarayulu.babunaidu@afdil.com, Website:** www.afdil.com

<b>Name of the Member(s):</b>	
<b>Registered Address:</b>	
<b>E-mail ID :</b>	
<b>Folio No./Client ID or DP ID :</b>	

I/We, being the Member(s) of .....hereby appoint:

1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail ID \_\_\_\_\_ or failing him/her

2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail ID \_\_\_\_\_ or failing him/her

3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail ID \_\_\_\_\_ or failing him/her

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Hotel Abhimaani Vasathi, # 2/9, Dr. Rajkumar Road, Rajajinagar, Bengaluru- 560010 and at any adjournment thereof in respect of such resolutions as are indicated below: