

# DHANADA CORPORATION LIMITED

(CIN L55101PN1986PLC133909)

Regd. Office: 'Dhanada', 16/6, Erandwana Housing Society,  
Plot No. 8, Patwardhan Baug, Pune 411004.

---

## Notice of Annual General Meeting

The 30<sup>th</sup> Annual General Meeting of DHANADA CORPORATION LIMITED will be held on Friday, 30<sup>th</sup> September 2016 at 4.00 p.m. at the registered office of the Company at 'Dhanada', 16/6, Erandawana Housing Society, Plot No. 8, Patwardhan Baug, Pune – 411004 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Statement of Profit and Loss for the year ended on 31<sup>st</sup> March 2016 and the Balance Sheet as on that date together with Report of Auditors and Directors thereon and annexures thereto.
2. To appoint a Director in place of Mrs. Veena Ramesh Havele (DIN 00007593) who retires by rotation and being eligible offers herself for re-appointment.
3. 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 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder M/s. Shashank Patki and Associates, Chartered Accountants, having Firm Registration No. 122054W of Pune, be and are hereby appointed as auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the 35<sup>th</sup> Annual General Meeting of the Company (subject to ratification of the appointment by members at every Annual General Meeting, if required) at a remuneration as may be mutually decided by the Chairman and Managing Director of the Company in negotiation with the said M/s. Shashank Patki and Associates plus Service Tax as applicable and re-imburement of actual out-of-pocket expenses incurred by them.”

### **SPECIAL BUSINESS:**

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

“RESOLVED THAT subject to the provisions of Sections 149 and 152 of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV (including any statutory modification(s) or re-enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri. Dilip Arvind Prabhune (DIN 01779383), in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing candidature for the office of a Director, be and is hereby appointed as the Non – Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from 30<sup>th</sup> September 2016 and whose office shall not be liable to determination by retirement by rotation.”

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

“WHEREAS Shri. Ramesh R. Havele (DIN 00007580), Managing Director of the Company was re-appointed as Managing Director of the Company by the Board of Directors w.e.f. 25<sup>th</sup> October 2015.

WHEREAS pursuant to the provisions of Sections 196 read with Schedule V and other applicable provisions of the Companies Act, 2013, the re-appointment of Managing Director shall be approved by the shareholders of the Company,

NOW THEREFORE IT IS RESOLVED THAT pursuant to the provisions of Sections 196, 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, consent of the Company be and is hereby given for re-appointment of Shri. Ramesh R. Havele (DIN 00007580) as Managing Director of the Company with effect from 25<sup>th</sup> October 2015 for a further period of 5 (Five) years.

RESOLVED FURTHER THAT Shri. Ramesh R. Havele (DIN 00007580) shall be entitled to such remuneration and perquisites that the aggregate of remuneration and value of perquisites and allowances shall not exceed 5% of the net profits of the Company at any time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to decide and approve the manner of payment of remuneration and perquisites.”

By order of the Board of Directors  
**DHANADA CORPORATION LIMITED**

Ramesh Havele

Chairman, Managing Director & CEO  
(DIN 00007580)

Place : Pune  
Date : 12<sup>th</sup> August 2016

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT, ONE OR MORE PROXIES, TO ATTEND AND VOTE AT MEETING INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.
2. 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 such a representative to attend and vote on their behalf at the meeting.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than 3 days notice in writing is given to the Company.
4. Members are requested to notify immediately any change in their address to the Company's Registered Office.
5. Members kindly note that shares of the Company can be dematerialized at National Securities Depository Ltd. and Central Depository Services Ltd.
6. Members / Proxies should bring the attached attendance slip / proxy form duly filled in, stamped and signed for attending the meeting. The member should invariably write his / her name, address, email id, Folio No. / DP Identity No. and Client Identity No. and name, address and email id of proxy.

7. The Registers of the Members, Share Transfer Register and shareholders book of the Company will remain closed from 24<sup>th</sup> September 2016 to 30<sup>th</sup> September 2016, both days inclusive.
8. PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 AND RULE 20 AND 21 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, THE COMPANY IS PLEASED TO PROVIDE ITS MEMBERS THE ELECTRONIC FACILITY TO EXERCISE THEIR RIGHT TO VOTE IN RESPECT OF BUSINESS MENTIONED IN THE NOTICE. FOR THIS PURPOSE, THE COMPANY HAS ENTERED INTO AN AGREEMENT WITH M/S. CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL) FOR FACILITATING E-VOTING FACILITY TO ENABLE THE MEMBERS TO CAST THEIR VOTES ELECTRONICALLY. E-VOTING IS OPTIONAL. A MEMBER MAY AVAIL OF THE FACILITY AT HIS / HER / ITS DISCRETION. THE INSTRUCTIONS AS REGARDS AVAILING E-VOTING FACILITY ARE ANNEXED.
9. Members may also note that, additionally, the Notice of 30<sup>th</sup> Annual General Meeting and the Annual Report for the year ended 31<sup>st</sup> March 2016 will be available on the Company's website [www.dhanadacorp.com](http://www.dhanadacorp.com).
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar and Transfer Agent.
11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
12. Members holding shares in identical order or names in more than one folio are requested to write to the company to consolidate their shares and send relevant share certificates for consolidation. This would facilitate the member in one point tracking of his/her holding and corporate benefits.
13. All relevant documents referred in the Notice shall be open for inspection by the members at the Registered Office of the Company during the normal business hours (10 A.M to 6 P.M) on all working days (except Sunday) upto the date of Annual General Meeting of the Company.
14. MEMBERS REQUIRING INFORMATION ON THE AUDITED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2016 AND THE BALANCE SHEET AS AT THAT DATE ARE REQUESTED TO WRITE TO THE COMPANY AT LEAST SEVEN (7) DAYS BEFORE THE DATE OF THE MEETING TO ENABLE THE COMPANY TO FURNISH THE INFORMATION.
15. The Members, who have voted electronically, are not eligible to vote by ballot paper at the meeting. In case, members cast their vote through both the methods the votes cast through e-voting shall prevail and votes cast through ballot paper shall be considered invalid.
16. Mr. R. V. Pore, Practicing Company Secretary is appointed as Scrutinizer to scrutinise the e-voting and ballot process in a fair and transparent manner.
17. The results of e-voting shall be placed on the website of the Company [www.dhanadacorp.com](http://www.dhanadacorp.com) and be submitted to the Bombay Stock Exchange Limited.

18. The cut-off date (record date) shall be 23<sup>th</sup> September 2016. The members holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) may cast their vote electronically. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
19. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 23<sup>rd</sup> September 2016 may refer instructions kit attached to the notice for e-voting.
20. In case of the members holding shares of the Company in electronic form and registered their email id with Depository Participant (DP), the Annual Accounts for the financial year 2015 – 2016 and Notice of Annual General Meeting to be held on 30<sup>th</sup> September 2016 of the Company will be sent to them at the respective email id in electronic mode.

In case of the members whose e-mail id is not registered with the Company, a copy of this notice along with the Annual Accounts for the financial year 2015 – 2016 will be sent to them at their registered address.

Members are requested to register their email id by sending an email to [greeninitiative@dhanadacorp.com](mailto:greeninitiative@dhanadacorp.com) mentioning therein the Name of the Member and / or Joint holder along with Ledger Folio Number.

Members whose e-mail ids are registered with the Company and who wish to receive physical copies of the Annual Report may send their request to the Company at its registered office address.

21. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed hereto.

**Details of the Directors seeking appointment / reappointment at the forthcoming Annual General Meeting (in pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards – 2 on General Meetings):**

1. Mrs. Veena Ramesh Havele (DIN 00007593)

Date of Birth: 28<sup>th</sup> August 1965

Date of Appointment: 25<sup>th</sup> October 2005

Nature of experience:

She is a Bachelor of Commerce (B. COM). She is a promoter director of Dhanada Holdings Private Ltd. (Erstwhile name Dhanada Portfolio Management Ltd.). She has trained individual entrepreneur clients in the field of preparation of Accounts, Balance Sheet and Stock Market investments. She has played a key role in the growth of Dhanada Holdings Private Ltd.

Directorship in other Companies:

Dhanada Holdings Private Limited  
'Deep', 16/6, Erandwana Housing Society, Plot No. 8,  
Patwardhan Baug, Pune – 411004.

Dhanada Engineering Private Limited  
"Dhanada", 16/6, Erandwana Housing Society, Plot No. 8,  
Patwardhan Baug, Pune – 411004.

Dhanada Education Private Limited  
"Dhanada" 16/6, Erandwana Housing Society, Plot No. 8,  
Patwardhan Baug, Pune – 411004.

Dhanada Clean Energy (India) Private Limited  
Kiran 4, Sthairya Society, Karvenagar, Pune – 411052.

Committee Position held:

Membership: Audit Committee of Dhanada Corporation Ltd.

Membership: Stakeholders' Relationship Committee of Dhanada Corporation Ltd.

Membership: Nomination and Remuneration Committee of Dhanada Corporation Ltd.

Relationship with other directors of the Company:

Mrs. Veena R. Havele (DIN 00007593) is wife of Mr. Ramesh R. Havele (DIN 00007580), Chairman and Managing Director of the Company.

Number of meeting of the Board attended during the year:

Mrs. Veena R. Havele has attended all 6 (Six) Board Meetings held during the financial year 2015 – 16.

Details of shares / other instruments held by the Non-executive Director:

Mrs. Veena Ramesh Havele (DIN 00007593) does not hold any shares in the Company.

2. Shri. Dilip Arvind Prabhune (DIN 01779383)

Date of Birth: 28<sup>th</sup> April 1968

Educational Qualification:

Bachelor of Science

Master in Management Consultancy

L.L.B.

Nature of Experience:

He is working as Management Consultant and Entrepreneurship Trainer from last 22 years. He has trained near about 8500 participants in Entrepreneurship programmes organized under various Government Schemes and consults near about 5000 small and medium scale businesses. He is the Chairman and Managing Director of Prabhune Management Consultancy Private Limited and Prabhune International Pte. Ltd. He is also an Executive Officer of Siddhi Vikas Sanstha's Imcon – Satara, Wai (Training organization).

He also won Indian Achievers Award from Indian Achievers Forum, New Delhi and Rashtriya Gaurav Award from Economic Development Forum, New Delhi in 2010.

Directorship in other Companies:

Prabhune International Pte. Ltd.

28C, Staneley Street, Singapore 68737.

Prabhune Management Consultancy Pvt. Ltd.

1103, Brahminshai, Wai, Satara – 412803.

Relationship with other directors of the Company:

Shri. Dilip Arvind Prabhune (DIN 01779383) is not related with any other director of the Company.

Details of shares / other instruments held by the Non-executive Director:

Shri. Dilip Arvind Prabhune (DIN 01779383) does not hold any shares in the Company.

3. Mr. Ramesh R. Havele (DIN 00007580)

Date of Birth: 3<sup>rd</sup> February 1961

Date of Appointment: 25<sup>th</sup> October 2005

Nature of experience:

He is a Master of Science in Statistics. He commenced his career with LIC of India. During his service he handled various responsibilities in the field of actuarial science. Subsequently, he was with Maharashtra Pollution Control Board and then with Bajaj Auto Limited till December 1992. During this period, he handled various responsibilities in the field of Statistical Quality Control, Quality Management Systems and ISO 9000. He is a member of Council of Chartered Financial Analyst (CFA) and CFA Institute, USA. He promoted Dhanada Portfolio Management Ltd. (Now, Dhanada Holdings Private Ltd.) in November 1994 to provide portfolio management services to high net-worth, individuals and corporate clients.

Directorship in other Companies:

Dhanada Holdings Private Limited  
'Deep', 16/6, Erandwana Housing Society, Plot No. 8,  
Patwardhan Baug, Pune – 411004.

Dhanada Engineering Private Limited  
"Dhanada", 16/6, Erandwana Housing Society, Plot No. 8,  
Patwardhan Baug, Pune – 411004.

Dhanada Education Private Limited  
"Dhanada" 16/6, Erandwana Housing Society, Plot No. 8,  
Patwardhan Baug, Pune – 411004.

Dhanada Clean Energy (India) Private Limited  
Kiran 4, Sthairya Society, Karvenagar, Pune – 411052.

Committee Position held: Nil

Relationship with other directors of the Company:

Mr. Ramesh R. Havele (DIN 00007580) is husband of Mrs. Veena R. Havele (DIN 00007593), Director of the Company.

Number of meeting of the Board attended during the year:

Mr. Ramesh R. Havele has attended all 6 (Six) Board Meetings held during the financial year 2015 – 16.

Details of shares / other instruments held by the Director:

Mr. Ramesh R. Havele (DIN 00007580) holds 2926760 Equity shares in the Company.

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

Item No. 4

The Board of Directors has recommended Shri. Dilip Arvind Prabhune (DIN 01779383) for appointment for the office of Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Shri. Dilip Arvind Prabhune (DIN 01779383) is Bachelor of Science, Master in Management Consultancy and L.L.B.

The Company has received the following documents from him:

- a. Consent in writing to act as director in Form DIR-2;
- b. Intimation in Form DIR-8 to the effect that he is not disqualified under Section 164 (2) of the Companies Act, 2013; and
- c. A declaration to the effect that he meets the criteria of independence as provided in Section 149 (6) of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Shri. Dilip Arvind Prabhune (DIN 01779383) as an Independent Director of the Company.

In the opinion of the Board of Directors, Shri. Dilip Arvind Prabhune (DIN 01779383) fulfils the conditions specified in the Act and Rules made there under and is a person of integrity, possesses relevant expertise and experience and he is independent of the Management.

The approval of shareholders is solicited for the resolution at Item No. 4 by an Ordinary Resolution.

None of the Director or Key Managerial Personnel, or their respective relatives is in any way, concerned or interested, financial or otherwise, in the resolution.

Item No. 5

Shri. Ramesh R. Havele is the promoter and Managing Director of the Company.

He is a Master of Science in Statistics (M. Sc. (Stat.)) and a Chartered Financial Analyst (CFA, India) and Member of CFA Institute, USA. He has about 22 years experience in Investment Analysis and Portfolio Management.

He has made significant contribution to the growth of the Company. He has skillfully managed the performance of your Company against all odds.

Considering the above, the Board of Directors has re-appointed Shri. Ramesh R. Havele as Managing Director w.e.f. 25<sup>th</sup> October 2015.

In the interest of efficient management and further progress of your Company, your Board of Directors recommended for the re-appointment of Shri. Ramesh R. Havele as a Managing Director of the Company.

Pursuant to Section 196 read with Schedule V of the Companies Act, 2013 approval of the shareholders is being sought for said re-appointment. Accordingly, the Board recommends the resolution set forth in Item No. 5 for the approval of the shareholders.

None of the Director or Key Managerial Personnel, or their respective relatives *except Mr. Ramesh R. Havele and Mrs. Veena R. Havele* is, in any way, interested or concerned in the resolution.

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on Tuesday, 27<sup>th</sup> September 2016 at 9.00 a.m. (IST) and ends on Thursday, 29<sup>th</sup> September 2016 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23<sup>rd</sup> September 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

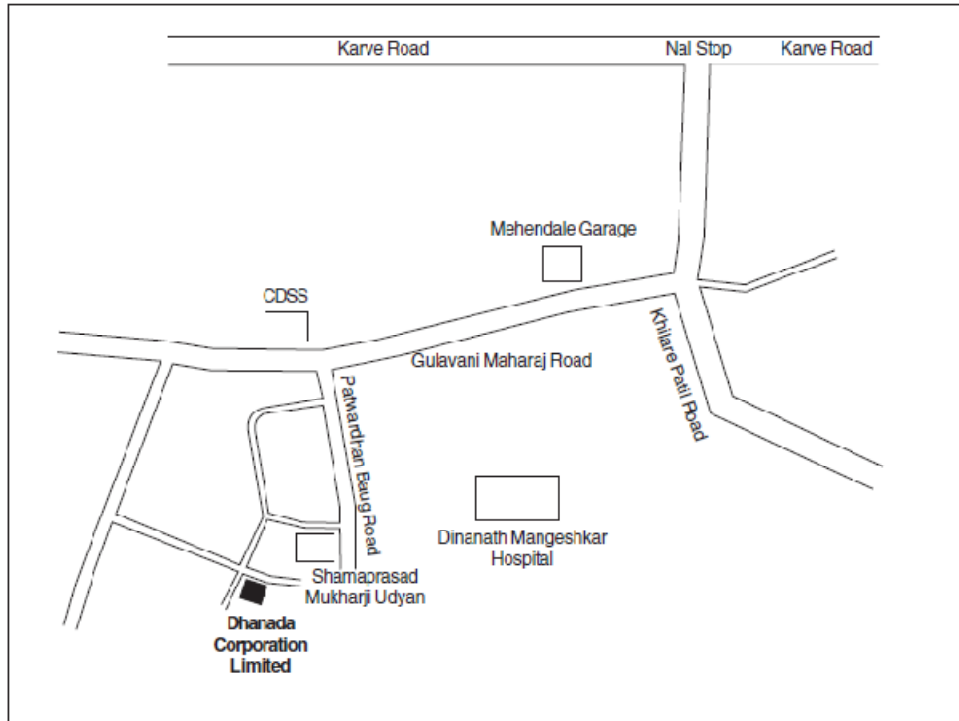
<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number which is printed on the Attendance Slip in the PAN field.</li> </ul>
Dividend Bank Details or Date of Birth (DOB)	<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 reach directly 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 e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN namely, Dhanada Corporation 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 out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
- (xviii) **Shareholders 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. Please follow the instructions as prompted by the mobile app while voting on your mobile. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30<sup>th</sup> June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian 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.
- (xix) 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 or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or you may contact Mr. Ramesh M. Pradhan, Chief Financial Officer, Dhanada Corporation Limited on (020) 25460505 or at email id [dhanada@dhanadacorp.com](mailto:dhanada@dhanadacorp.com).

## Route Map of Venue of Annual General Meeting



DHANADA CORPORATION LIMITED  
(CIN: L55101PN1986PLC133909)  
Regd. Office: 'Dhanada', 16/6, Erandwana Hsg. Soc., Plot No. 8,  
Patwardhan Baug, Pune – 411004, Maharashtra  
Email: [dhanada@dhanadacorp.com](mailto:dhanada@dhanadacorp.com), Website: [www.dhanadacorp.com](http://www.dhanadacorp.com)  
Ph. Nos. 020 – 25462408 / 25460661  
30<sup>th</sup> ANNUAL GENERAL MEETING ON FRIDAY, 30<sup>th</sup> SEPTEMBER 2016

### ATTENDANCE SLIP

<b>Registered Folio No. / DP ID &amp; Client ID</b>	
<b>Name and address of the Member(s)</b>	
<b>Joint Holder 1 Joint Holder 2</b>	
<b>No. of Shares</b>	

I / We record my / our presence at the '**THIRTIETH**' ANNUAL GENERAL MEETING' of the Company to be held on Friday, 30<sup>th</sup> September, 2016 at 4.00 p.m. at Dhanada', 16/6, Erandwana Hsg. Soc., Plot No. 8, Patwardhan Baug, Pune – 411004.

-----  
Member's / Proxy's name in Block Letters

-----  
Member's / Proxy's Signature

**Note:** Please fill in the name and sign this Attendance Slip and deposit the same with the Company Officials at the venue of the Meeting.

### ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	Sequence No.

\* Only Members who have not updated their PAN with the Company/ Depository Participant shall use sequence no. in the PAN field.

**Notes:**

1. Please read the instructions printed under the Notes to the Notice of the 30<sup>th</sup> Annual General Meeting to be held on Friday, 30<sup>th</sup> September 2016 at 4.00 p.m.
2. The remote e-Voting period starts from 9.00 a.m. on Tuesday, 27<sup>th</sup> September, 2016 and ends on Thursday, 29<sup>th</sup> September, 2016 at 5.00 p.m. The voting module shall be disabled by Central Depository Services (India) Limited (CDSL) for voting thereafter.

# DHANADA CORPORATION LIMITED

CIN L55101PN1986PLC133909

Regd. Office: 'Dhanada', 16/6, Erandwana Housing Society, Plot No. 8, Patwardhan Baug, Pune 411004.

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]

CIN : L55101PN1986PLC133909  
Name of the Company : DHANADA CORPORATION LIMITED  
Registered Office : 'Dhanada', 16/6, Erandwana Housing Society, Plot No. 8, Patwardhan Baug, Pune – 411004.

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No. / DP ID & Client ID	

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 / her
- (2) Name \_\_\_\_\_ Address \_\_\_\_\_  
E-mail ID \_\_\_\_\_ Signature \_\_\_\_\_ or failing him / her
- (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 30<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, 30<sup>th</sup> September 2016 at 4.00 p.m. at the registered office of the Company at 'Dhanada', 16/6, Erandwana Housing Society, Plot No. 8, Patwardhan Baug, Pune – 411004 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolution	Vote		
		For	Against	Abstain
<b>Ordinary Business</b>				
1.	Adoption of the Audited Statement of Profit and Loss for the year ended on 31 <sup>st</sup> March 2016 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexures thereto.			
2.	Re-appointment of Mrs. Veena Ramesh Havele (DIN 00007593) as a Director of the Company.			
3.	Appointment of M/s. Shashank Patki and Associated, Chartered Accountants, as Auditors of the Company from the conclusion of this meeting till the conclusion of 35 <sup>th</sup> Annual General Meeting.			
<b>Special Business</b>				
4.	Appointment of Shri. Dilip Prabhune (DIN 01779383) as a Non – Executive Independent Director.			
5.	Re-appointment of Shri. Ramesh R. Havele (DIN 00007580) as Managing Director of the Company.			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

Signature of Shareholder : \_\_\_\_\_

Signature of Proxy holder(s) : \_\_\_\_\_

Affix  
Revenue  
Stamp of  
Rs. 1

**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.