



MT EDUCARE LIMITED

Registered Office: 220, 2nd Floor, "FLYING COLORS", Pandit Din Dayal Upadhyay Marg, L.B.S Cross Road, Mulund (West), Mumbai 400080. ♦ CIN: L80903MH2006PLC163888

Email: info@mteducare.com | Website: www.mteducare.com

Tel: 2593 7700 / 800 | Fax: 2593 7799

FORM 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

11th Annual General Meeting on Wednesday, September 6, 2017

Name of the Member(s) : _____

Name of the Joint Holder, if any : _____

Registered Address: _____

E-mail ID: _____

Folio No. / DP ID No. _____ Client ID No. _____

I/We, being the member(s) of _____ shares of MT Educare Limited, hereby appoint

1. Name: _____

Address: _____

Email ID: _____

Signature: _____

or failing him/her

2. Name: _____

Address: _____

Email ID: _____

Signature: _____

or failing him/her

3. Name: _____

Address: _____

Email ID: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual General Meeting of the Company to be held on Wednesday, September 6, 2017 at Anthurium Banquet, 5th floor, Hotel Shilpa Residency, L.B.S. Marg, Mulund (W), Mumbai - 400080 at 10.30 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

I/We wish my above proxy(ies) to vote in the manner as indicated overleaf:



Sr. No.	Particulars of Resolutions	Vote (Please mention no. of shares)		
		For	Against	Abstain
Ordinary Business:				
1	To receive, consider and adopt the Audited Standalone Financial Statements (including Consolidated Audited Financial Statements) of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and Auditors thereon			
2	To appoint a director in place of Mr. Naarayanan Iyer (DIN: 00295246), who retires by rotation and being eligible, offers himself for reappointment			
3	To ratify re-appointment of M/s. MZSK & Associates, Chartered Accountants, as Auditors to hold office till conclusion of next AGM			
Special Business:				
4	To ratify remuneration payable to Cost Auditors			
5	To re-appoint Mr. Mahesh Shetty as Managing Director of the Company and determine his remuneration			
6	To approve conversion of loan into equity share capital of the Company			
7	To increase borrowing limits of the Company			
8	To authorise the Board of Directors to create offer, issue and allot further securities of the Company			

Signed this _____ day of _____, 2017 Signature of Proxy holder _____

Note:

- This form in order to be effective should be duly completed and deposited at the registered office not less than 48 hours before the commencement of the Meeting.
- A proxy need not be a member of the Company.



Signature of the Shareholder