

SOMA TEXTILES & INDUSTRIES LIMITED

CIN: L51909WB1940PLC010070

Regd. Office: 2, Red Cross Place, Kolkata – 700 001

Email: investors@somatextiles.com, Website: www.somatextiles.com

Phone No.: 033-22487406/07, Fax: 033 22487045

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]

76th Annual General Meeting – August 29, 2014

Name of the Member(s) : _____
Registered Address : _____
Email : _____
DP ID : _____
Folio No. / Client ID No. : _____

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

- 1) Name : _____ Address : _____
 _____ E-mail Id : _____
 Signature: _____ Or falling him/her
- 2) Name : _____ Address : _____
 _____ E-mail Id : _____
 Signature: _____ Or falling 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 76th Annual General Meeting of the Company, to be held on Friday, 29th August, 2014 at 3:00 P.M. IST, at Somany Conference Hall, MCC Chamber of Commerce, 15B Hemanta Basu Sarani, Kolkata – 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

----- ✂ ----- TEAR HERE ----- ✂ -----

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ATTENDANCE SLIP

76TH ANNUAL GENERAL MEETING

Sr. No. : _____
Registered Folio No./DP ID No./Client ID No. : _____
Name of sole/first named Member : _____
Address : _____

Dear Shareholders,

Subject: Instruction for e-voting

I/We hereby record my/our presence at the 76th Annual General Meeting of the Company at Somany Conference Hall, MCC Chamber of Commerce, 15B, Hemanta Basu Sarani, Kolkata – 700 001 on Friday, August 29, 2014 at 3-00 P.M. IST.

Member's Folio/DP ID/Client ID No. Member's/Proxy's name in Block Letters Member's/Proxy's signature

ANNUAL REPORT 2013-2014

Resolution Number	Resolution	Vote (Optional see Note) (Please mention number of shares)		
		For	Against	Abstain
Ordinary Business				
1	Adoption of Audited Balance Sheet and Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2014.			
2	To appoint a Director in place of Shri Shrikant Bhat (DIN: 00650380), who retires by rotation and being eligible, offers himself for re-appointment.			
3	To appoint Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.			
Special Business				
4	Appointment of Shri B. K. Hurkat, as an Independent Director.			
5	Appointment of Shri B. L. Dhoot, as an Independent Director			
6	Erosion of Fifty percent (50%) or more of the peak net worth of the Company under Section 23 of SICA Act, 1985.			
7	Remuneration to the Cost Auditors for the Financial Year ending March 31, 2015.			

Signed this _____ day of _____ 2014

Signature of Member _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp not
less than
0.15

Note:

1. This form of proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
2. A proxy need not be a member of the Company.
3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the box. If you leave the For or Against or Abstain column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
4. A person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
6. For the Resolutions, Explanatory Statements and Notes, please refer Notice of the 76th Annual General Meeting.
7. Please complete all details of Member(s) in above box, before submission.

----- ✂ ----- TEAR HERE ----- ✂ -----

Note:

1. Please complete this Attendance slip and hand it over at the Attendance Verification Counter at the meeting hall. Members are requested to bring their copy of the Annual Report for reference at the meeting.
2. Electronic copy of the Annual Report for 2013-14 and Notice of the 76th Annual General Meeting (AGM) alongwith Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any Member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical Copy of the Annual Report for 2013-14 and Notice of the Annual General Meeting alongwith Attendance Slip and Proxy Form is sent in the permitted mode(S) to all members whose email is not registered or have requested for a hard copy.