



AUSTIN ENGINEERING COMPANY LIMITED

Village: Patla, Taluka: Bhesan, Dist: Junagadh 362 030, Gujarat, India.

CIN: L27259GJ1978PLC003179

Form No. MGT-11

FORM OF PROXY

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

CIN : L27259GJ1978PLC003179

Name of the Company: Austin Engineering Company Limited

Registered Office: Village: Patla, Taluka: Bhesan, Dist: Junagadh 362 030, Gujarat, India.

Name of the member(s) :

Registered Address :

E-mail ID :

Folio No./Client No. :

DP 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

2. Name : _____

Address : _____

E-mail Id : _____

Signature: _____ or failing him

3. Name : _____

Address : _____

E-mail Id : _____

Signature: _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **45th** Annual General Meeting of the Company, to be held on **Thursday, the 28th September, 2023 at 11.00 a.m.** at Village: Patla, Taluka: Bhesan, Dist: Junagadh 362 030, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS:

- (a) Adoption of Audited standalone financial statement of the Company as on 31st March, 2023. (Ordinary Resolution)
- (b) Adoption of Audited consolidated financial statement of the Company as on 31st March, 2023. (Ordinary Resolution).
- Re-appointment of Mr. Rajan R. Bambhania (DIN No.:00146211) who retires by rotation. (Ordinary Resolution)
- Re-appointment of Mr. Hiren N Vadgama (DIN No.:00145992) who retires by rotation. (Ordinary Resolution)

SPECIAL BUSINESS:

- Re-appointment of Mr. Hiren Narottam Vadgama (DIN No.: 00145992) as Chairman & Executive Director for a period of 5 years with effect from 01st August, 2023 and the remuneration paid/ payable as per the statement annexed to the Notice (Special Resolution)
- Re-appointment of Mr. Rajan R. Bambhania (DIN No.:00146211) as Managing Director for a period of 5 years with effect from 01st August, 2023 and the remuneration paid/ payable as per the statement annexed to the Notice. (Special Resolution)
- Revising the remuneration paid/ payable to Mr. Jignesh Shashikant Thanki (DIN 00146168) with effect from 01st August, 2023 who was appointed as Director (Technical) as per the statement annexed to the Notice. (Special Resolution)
- Appointment of Mr. Dhiren Tarachand Mithani (DIN 10265723) as an Independent Director for a term of 5 years (Special Resolution)
- Ratification of the remuneration payable to M/s SAGAR M. KAPADIYA & COMPANY, Cost Accountant, Rajkot (Registration No. 103615) to conduct audit of the cost records of the Company for the Financial Year 2023-24. (Ordinary Resolution)

Signed this _____ day of _____ 2023.

Signature of shareholder : _____

Signature of Proxy holder(s) : _____

Affix 1 Re.
Revenue
stamp

Note: All details as per last except the date of AGM details to be inserted