

**KITEX GARMENTS LIMITED**

(CIN: L18101KL1992PLC006528)  
 P. B. No. 5, Kizhakkambalam - 683562, Alwaye, Kochi, Kerala,  
 Phone: 91 0484 4142000, Fax: 91 484 2680604,  
 Website: www.kitexgarments.com, E-mail: sect@kitexgarments.com

**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]

Name of the Member(s):

Registered address:

E-mail Id:

Folio No./ Client Id&amp; DP Id:

I/We, being the Member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

(1) Name:..... Address.....  
 .....  
 Email-Id ..... Signature .....(or failing him)  
 Name ..... Address.....  
 .....  
 Email-Id ..... Signature .....(or failing him)  
 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 24th Annual General Meeting of the Company on Friday, June 10, 2016 at Factory Premises of the Company at Building No. 9/536A, Kizhakkambalam, Kochi - 683562 at 10.00A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	RESOLUTIONS
<b>Ordinary Business</b>	
1	1. To receive, consider and adopt a) Audited Financial Statements of the Company for the year ended March 31, 2016 together with the Report of the Board of Directors and Independent Auditors report thereon; and b) Audited Consolidated Financial Statements of the Company for the year ended March 31, 2016 together with Independent Auditors Report thereon.
2	To declare a Dividend for the financial year ended March 31, 2016
3	To appoint a Director in place of Mrs. Sindhu Chandrasekhar (holding DIN. 06434415), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and Article 160 of Articles of Association, and being eligible offers herself for re-appointment.
4	To appoint M/s. Varma and Varma, Chartered Accountants, Kochi (Firm Registration No. 004532S) who shall hold office for the financial year 2016-17 from the conclusion of this 24 <sup>th</sup> Annual General Meeting till the conclusion of the 25 <sup>th</sup> Annual General Meeting and to fix their remuneration. The Company has received a notice in writing from existing auditors expressing their unwillingness to be re-appointed.
<b>Special Business</b>	
5	Appointment of Mr. C. P. Philipose (DIN No.01125157) as an Independent Director

Signed this \_\_\_\_\_ day of June 2016.

Signature of shareholder(s).....

Signature of Proxy holder(s).....

Affix Revenue Stamp
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**Notes:**

1. This form of proxy in order to be effective should be completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the resolutions, Explanatory statement and Notes, please refer to the Notice of the Twenty Fourth Annual General Meeting.
3. A holder may vote either for or against each resolution

