



**Ador Fontech Limited**

CIN: L31909KA1974PLC020010

Registered Office: Belview 7 Haudin Road Bengaluru 560 042

Tel: (080) 25596045, 25596073 Fax: (080) 25597085

Web: www.adorfon.com; Email: investorservice@adorfon.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): ..... Email: .....  
Registered address: ..... Folio No/Client ID: .....  
..... DP ID: .....

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

- 1. Name: ..... Address: .....  
Email: ..... Signature: ..... or failing him
- 2. Name: ..... Address: .....  
Email: ..... Signature: ..... or failing him
- 3. Name: ..... Address: .....  
Email: ..... Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41<sup>st</sup> Annual General Meeting of the Company, to be held on Thursday, August 04, 2016 at 11:30 hours at Woodlands Hotel Private Limited No. 5 Raja Ram Mohan Roy Road Bengaluru 560 025 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	For	Against
1.	Adoption of Accounts		
2.	Declaration of Dividend		
3.	Re-appointment of Mrs. N Malkani Nagpal as Director		
4.	Ratification of appointment of Statutory Auditors		
5.	Appointment of Branch Auditors		

Signed this ..... day of ..... 2016

.....  
Signature of the Shareholder(s)

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

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.

## VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its Members facility to exercise their right to vote at the 41<sup>st</sup> Annual General Meeting (AGM) by electronic means and the business to be transacted through e-Voting services provided by National Securities Depository Limited (NSDL).

The instructions for e-Voting are as under:

1. In case a Member receives an email from NSDL [for Members whose email Ids are registered with the Company/Depository Participant(s)]:
  - a. Open email and open PDF file 'Ador Fontech-e-voting.pdf' with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN. Please note that the password is an initial password.
  - b. Launch the internet browser and type the URL <https://www.evoting.nsdl.com>.
  - c. Click on Shareholder-Login.
  - d. Input User ID, Password and Click Login.
  - e. Password change menu appears. Change the password/PIN with a new password of your choice with minimum 8 digits/characters or combination thereof. Please note down the new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - f. Home page of e-Voting opens. Click on e-Voting – Active voting cycles.
  - g. Select "EVEN" of Ador Fontech Limited.
  - h. Now you are ready for e-Voting as 'Cast Vote' page opens.
  - i. Cast your vote by selecting the appropriate option and click on 'Submit' and also 'Confirm' when prompted.
  - j. Upon confirmation, the message 'Vote cast successfully' will be displayed.
  - k. Once you have voted on the resolutions, you will not be allowed to modify your vote.
  - l. Institutional Shareholders (Corporate/FIs/FIIs/Trust/Mutual Funds/Banks, etc.) are required to send scanned (PDF/JPEG format) of the relevant Board resolution/Authority letter etc. together with attested specimen signature of duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser through e-mail 'cs.skannan@gmail.com' with a copy marked to 'evoting@nsdl.co.in'.
2. In case a Member receives physical copy of the Notice to the AGM [for Member(s) whose email ids are not registered with the Company/Depository Participant(s) or who have requested for physical copy]:
  - a. Kindly refer User ID and Password provided in the 'Attendance Slip'  
EVEN (e-Voting Event Number) ..... User ID ..... Password/PIN .....
  - b. Please follow all steps from SI No. (b) to SI No. (i) of point no. 1 above, to cast vote.
  - c. If you are already registered with NSDL for e-Voting then you can use your existing user ID and PW/PIN for casting your vote.
  - d. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
  - e. The e-Voting period commences from August 01, 2016 (9:00 hours) and ends on August 03, 2016 (17.00 hours). During this period, the Shareholders' of the Company, holding shares either in physical or in dematerialised form, as on the cut-off date - July 29, 2016, may cast their vote electronically. Once the vote on a resolution is cast by the Shareholder(s), it shall not be allowed to change subsequently.
  - f. The voting rights of the Shareholder(s) shall be in proportion to their shares reckoned on the paid-up equity share capital of the Company as on the cut-off date: July 29, 2016. Any person, who acquires shares and becomes Member of the Company after dispatch of Notice and holding shares as on the cut-off date ie., July 29, 2016 may obtain 'Login Id and Password' by sending request to NSDL-[evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)'.
  - g. Mr. Kannan S, Company Secretary (FCS Membership No. 6261 and CP No. 13016) having office at No. 13, Ground Floor, 1<sup>st</sup> Main Road, Venkateshwara Layout, Off BCC Layout, Attiguppe, Vijayanagar, Bengaluru 560 040 and failing him, Ms. Manjula Narayan (ACS Membership No. 28374 and CP No. 10150), having office at No. 22/A, 4<sup>th</sup> Cross, Venkateshwara Theatre Road, Devasandra, Krishnarajapuram, Bengaluru 560 036; Company Secretary(ies) in practice have been appointed as Scrutiniser(s) to scrutinise the e-Voting process in a fair and transparent manner.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-Voting User Manual available in the download section of <https://www.evoting.nsdl.com> or contact NSDL - Tel: (022) 24994600.

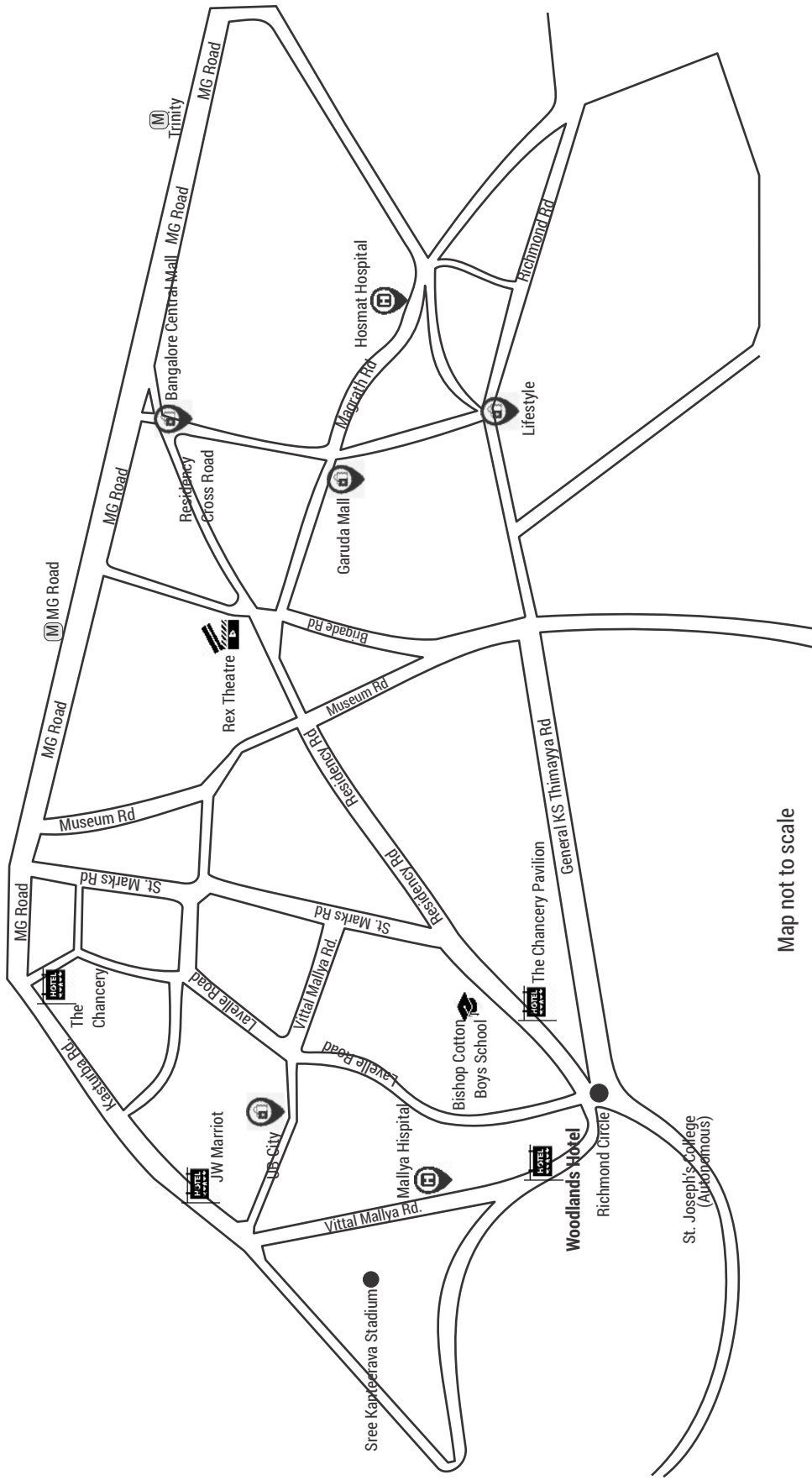
### POLL AT THE MEETING AND THE SCRUTINISER'S REPORT

At the end of the AGM, the Chairman will order for a poll in respect of the items provided in the Notice. Poll will be conducted and supervised by the Scrutiniser. The Scrutiniser, after scrutinising the votes cast at the meeting and through remote e-Voting, will make a consolidated Scrutiniser's report and submit the same to the Chairman. The results declared along with the consolidated Scrutiniser's report will be placed on the website of the Company '[www.adorfon.com](http://www.adorfon.com)' and on the website of the e-Voting agency '[www.evoting.nsdl.com](http://www.evoting.nsdl.com)' and also communicated to BSE (the Stock Exchange) within 48 hours as per SEBI (LODR) regulations.

### Safe Harbor and Disclaimer Statement

Any statements forming part of this document that are not statements of historical facts should be considered as forward looking statements. There are a number of important factors that could cause Ador Fontech's actual results to differ materially from those indicated by the forward looking statements. Ador Fontech disclaims any obligation to update any forward looking statements to reflect future events or circumstances unless required to do so by law.

### Route map to the AGM Venue



### Offices

#### South Divisional Office

**Bengaluru**

Tel: 080-22223805

e-mail: south@adorfon.com

#### North Divisional Office

**Gurgaon**

Tel: 0124-4119276

e-mail: north@adorfon.com

#### East Divisional Office

**Kolkata**

Tel: 033-22841537

e-mail: east@adorfon.com

#### West Divisional Office

**Mumbai**

Tel: 022-25961351

e-mail: west@adorfon.com

Our network also includes field sales offices at: Ahmedabad, Bhilai, Bokaro, Chennai, Chittorgarh, Coimbatore, Guwahati, Hospet, Jamshedpur, Lucknow, Ludhiana, Meerut, Nagpur, Pune, Rajkot, Rourkela, Satna, Secunderabad, Shaktinagar, Trichy, Vadodara and Visakhapatnam.