

# WABCO INDIA LIMITED

Regd. Office: Plot No.3 (SP), III Main Road, Ambattur Industrial Estate, Chennai – 600 058.

CIN: L34103TN2004PLC054667, Email: [investorscomplaintssta@scl.co.in](mailto:investorscomplaintssta@scl.co.in)

Phone: 044-4224 2000, Fax: 044-4224 2009

## ATTENDANCE SLIP

DP Id\* & Client id

Folio No.

NAME AND ADDRESS OF THE MEMBER

No. of Shares

I / We hereby record my / our presence at the 12<sup>th</sup> ANNUAL GENERAL MEETING of the Company held on Friday, July 29, 2016 at 10.00 A.M. at Narada Gana Sabha (Sathguru Gnanananda Hall), No. 314 (Old No.254), TTK Road, Alwarpet, Chennai-600 018.

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Name of the Shareholder/Proxy

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Signature of Shareholder / Proxy

\*Applicable for investors holding shares in electronic form.

ELECTRONIC VOTING PARTICULARS		
EVEN (Remote E-Voting Event Number)	USER ID	PASSWORD/PIN

## FORM No.: 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]

## WABCO INDIA LIMITED

Regd. Office: Plot No.3 (SP), III Main Road, Ambattur Industrial Estate, Chennai – 600 058 (CIN:L34103TN2004PLC054667)

Name of the Member(s):

Registered address:

E-mail Id:

Folio No / \*Client Id:

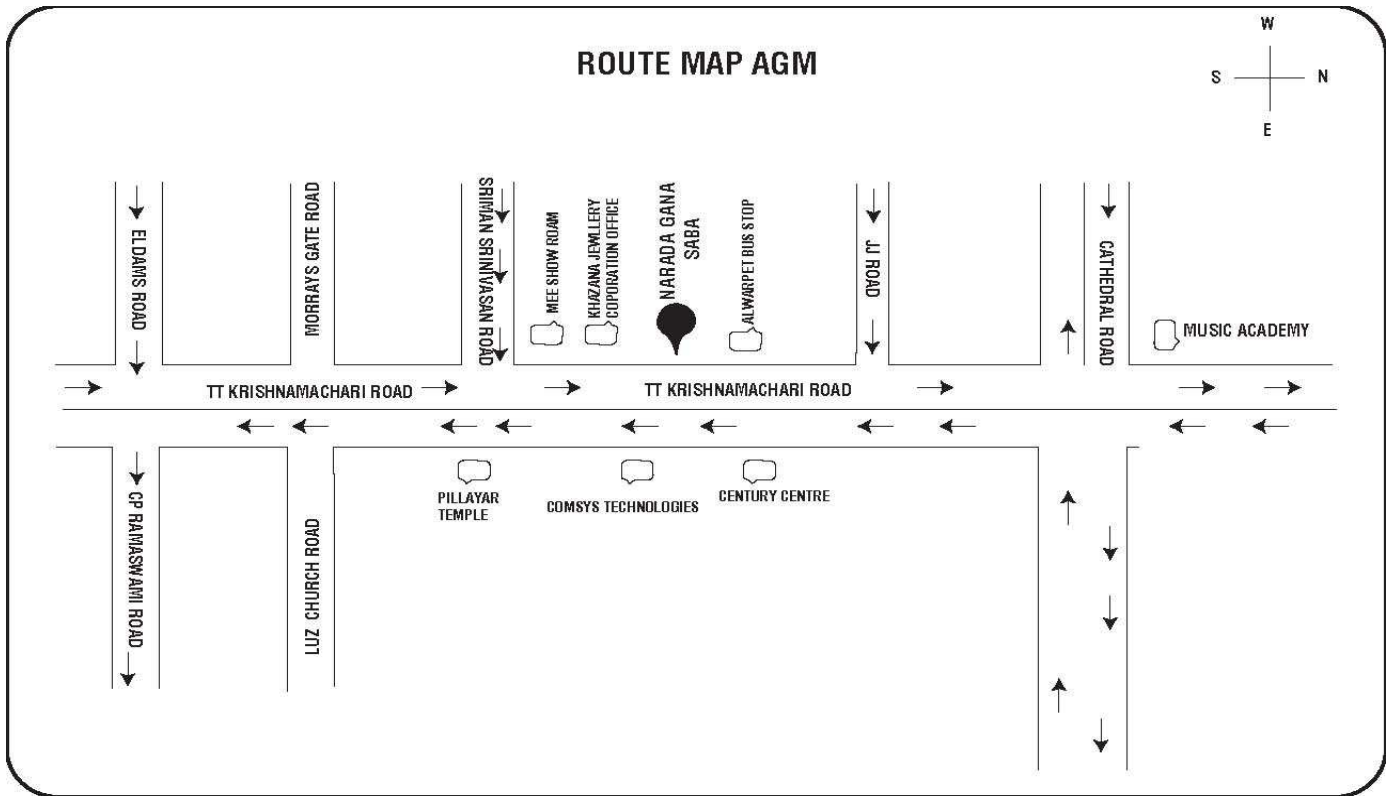
\*DP

I/We being the member(s) of ----- Equity shares of WABCO INDIA LIMITED, hereby appoint:

Sl no	Name	Address	Email id	Signature	
1					Or failing him
2					Or failing him
3					

\*Applicable for investors holding shares in electronic form.

and whose signature(s) is/are appended below as my/our Proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 12<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, July 29, 2016 at 10.00 A.M. at Narada Gana Sabha (Sathguru Gnanananda Hall), No. 314 (Old No.254), TTK Road, Alwarpet, Chennai-600018 and at any adjournment thereof in respect of such resolutions as are indicated below:



Map not to Scale

\*\* I/We wish my/our above Proxy to vote in the manner as indicated in the box below:

Ordinary Business:	For	Against
1) Consider and adopt the audited financial statements, reports of the Board of directors and auditors for the year ended 31 <sup>st</sup> March 2016.		
2) Declaration of dividend.		
3) Re-appointment of Ms. Lisa Brown (DIN: 07053317) who is retiring by rotation.		
4) Annual Ratification of the appointment of M/s. S.R. Batliboi & Associates LLP (Firm registration no. 101049W), Chartered Accountants, Chennai as Statutory Auditors.		
Special Business:		
5) Appointment of Mr. Shivaram Narayanaswami (DIN 07327742) as non-executive non-independent Director.		
6) Appointment of Mr. Sean Deason (DIN 07334776) as non-executive non-independent Director.		
7) Appointment of Dr. Lakshmi Venu (DIN 02702020) as Independent Director.		
8) Ratification of the remuneration payable to Mr. A N Raman, Practising Cost Accountant as Cost Auditor for the year 2016-17.		
9) Approval of material related party transactions with WABCO Europe BVBA.		

Signed this ..... day of July 2016 -----  
Signature of shareholder(s)    Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

**Notes:**

1. **This form of Proxy in order to be effective should be duly completed and deposited at the Registered office of the Company or at the Office of the Share Transfer Agent at "Jayalakshmi Estates" 29, Haddows Road, Chennai 600 006, not less than 48 hours before the commencement of the meeting.**
2. A Proxy need not be a member of the Company.
3. A person can act as a Proxy on behalf of members not exceeding fifty and holding in aggregate not more than 10% of the total paid up share capital of the Company carrying voting rights. A member holding more than 10% of the total paid up share 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 shareholder.
- \*\* 4. It is optional to put  **in the appropriate column against the resolutions indicated in the Box**, If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a Proxy does not prevent a member from attending the meeting in person, if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.