



**Cholamandalam Investment and Finance Company Limited**

Regd. Office: 'Dare House', No.2, N.S.C. Bose Road, Parrys, Chennai - 600001  
Ph: 044-30007172; Fax: 044-25346464  
CIN: L65993TN1978PLC007576  
E-mail: investors@chola.murugappa.com; Website: www.cholamandalam.com;



**ATTENDANCE SLIP**

No. of Shares :

I certify that I am a member / proxy / authorised representative for the member of the company.

I / We hereby record my / our presence at the **Thirty Seventh Annual General Meeting of the company held on Friday, 31 July 2015 at 4 p.m. at The Music Academy, New No.168 (Old No.306), T.T.K. Road, Royapettah, Chennai - 600 014.**

Member's Folio / DP ID & Client ID No.

Member's / Proxy's name in Block Letters

Member's / Proxy's Signature

**Notes:**

- Please complete the Folio / DP ID & Client ID and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
- Members holding shares in physical form are requested to advise the change in their address, if any, to M/s. Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, quoting their Folio Number(s). Members holding shares in electronic form may update such details with their respective Depository Participant(s).
- Members are requested to bring this attendance slip along with them as duplicate slips will not be issued at the venue of the Meeting.**
- Members desiring to attend the meeting may bring his / her copy of the annual report for reference at the meeting.



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

**PROXY FORM**

No. of Shares :

I / We, being the member(s) holding ..... shares of the above named company, hereby appoint:

- Name.....E-mail.....  
Address.....  
Signature.....or failing him / her;
- Name.....E-mail.....  
Address.....  
Signature.....or failing him / her;
- Name.....E-mail.....  
Address.....  
Signature.....

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 37<sup>th</sup> Annual General Meeting (AGM) of the company, to be held on Friday, 31 July, 2015 at 4.00 p.m. at The Music Academy, New No.168 (Old No.306), T.T.K. Road, Royapettah, Chennai - 600 014 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
<b>Ordinary Business</b>	
1	Adoption of financial statements together with the board's report and auditor's report thereon for the financial year ended 31 March, 2015
2	To confirm payment of interim dividend of 1% on 5,00,00,000 compulsorily convertible preference shares (CCPS) of ₹100/- each
3	To confirm the interim dividend paid on equity shares and approval of final dividend for the year ended 31 March, 2015
4	Re-appointment of Mr. N. Srinivasan, Director retiring by rotation
5	Ratification of appointment of M/s. Deloitte Haskins & Sells as statutory auditors and fixing their remuneration
<b>Special Business</b>	
6	Appointment of Ms. Bharati Rao as an Independent Director
7	Appointment of Mr. M.M. Murugappan as a Director liable to retire by rotation
8	Special resolution for issue of securities on a private placement basis under section 42 of the Companies Act, 2013

Signed this.....day of ....., 2015.

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

Affix  
Revenue  
Stamp  
₹1/-

**Notes:**

- 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.
- For the resolutions, explanatory statement, notes and e-voting instructions, please refer the notice of the 37<sup>th</sup> AGM.
- Please complete all details including details of member(s) in the box before submission.
- Please read the instructions printed in page nos. 8 – 10 of the notice of the 37<sup>th</sup> AGM. The remote e-voting facility commences on **Monday, 27 July, 2015 (9.00 a.m. IST) and ends on Thursday, 30 July, 2015 (5.00 p.m. IST)**. During this period, members of the company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e., 24 July, 2015, may cast their vote electronically. The voting module shall be disabled by M/s. Karvy Computershare Private Limited for voting after 5:00 P.M. on Thursday, 30 July, 2015.

**ELECTRONIC VOTING PARTICULARS**

EVEN (Electronic Voting Event Number)	User ID	Password