



# UNITED VAN DER HORST LTD

E-29/30 MIDC Taloja, Navi Mumbai 410208, Maharashtra, INDIA,  
Tel. : +91 22 27412728 (10 Lines) Fax : +91 22 27412725 / 27410308  
Email : sales@uvdhl.com Website : www.uvdhl.com  
CIN NO : L99999MH1987PLC044151

Date: 03/09/2016

To,  
**BSE Limited**  
**Bombay Stock Exchange,**  
P. J. Towers, Dalal Street,  
Mumbai-400001

## NOTICE OF 29<sup>TH</sup> ANNUAL GENERAL MEETING AND BOOK CLOSURE

Dear Sir's,

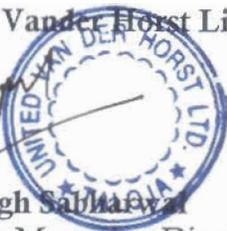
The 29<sup>th</sup> Annual General Meeting of the Members of United Vander Horst Limited will be held on Friday, 30<sup>th</sup> September, 2016 At 10:00 A.M. at the registered office of the Company Situated at E - 29/30, MIDC, Taloja, Dist - Navi Mumbai, Opp. Deepak Fertilisers, Navi Mumbai - 410208.

Further Pursuant to Section 91 of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 23<sup>rd</sup> September, 2016 to Friday, 30<sup>th</sup> September, 2016 (both the days inclusive) for the said AGM.

A Copy of Notice of AGM is enclosed herewith.

Please take the above on records.

For United Vander Horst Limited



**Inderpalsingh Sabharwal**  
Chairman & Managing Director  
DIN: 00359315

**NOTICE IS HEREBY GIVEN THAT THE TWENTY NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF UNITED VANDER HORST LIMITED WILL BE HELD ON FRIDAY, 30<sup>TH</sup> SEPTEMBER, 2016 AT 10:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT E - 29/30, MIDC, TALOJA, DIST-NAVI MUMBAI, OPP. DEEPAK FERTILISERS, NAVI MUMBAI – 410208.**

---

**ORDINARY BUSINESS:**

1. To consider and adopt the audited financial statement of the Company for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Director in place of Mrs. Rubina Inderpal Sabharwal (holding DIN: 03556608), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.
3. To ratify the appointment of M/s. Chokshi & Chokshi, LLP (FRN.101872W/W100045) as the Statutory Auditor of the Company and fix their remuneration and for that purpose to pass with or without modification (s) the following resolution, as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, if any, and the rules made there under and further pursuant to the resolution passed by the Members of the Company at the Annual General Meeting held on 29<sup>th</sup> September, 2014, the appointment of M/s. Chokshi & Chokshi, LLP, Chartered Accountants (FRN - 101872W/W100045) as the Statutory Auditors of the Company to hold office till the conclusion of second consecutive Annual General Meeting i.e. for the financial year ended 31<sup>st</sup> March, 2017 be and is hereby ratified and Audit Committee and the Board of Directors be and is hereby authorized to fix the remuneration payable to them.”

**SPECIAL BUSINESS:**

4. To consider and, if thought fit, approve with or without modification(s) the following resolution as an **Special Resolution:**

**“RESOLVED THAT** pursuant to Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, (including any amendment thereto or reenactment thereof), consent of shareholders of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall include any Committee thereof), to borrow such sums of money from time to time, with or without security, on such terms and conditions as it may consider fit notwithstanding

that the amount to be borrowed together with amount already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of paid-up capital and free reserves provided that the total amount that may be borrowed by the Board and outstanding at any point of time shall not exceed Rs. 50/- Crores (Rupees Fifty Crores Only)

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and to execute all such documents, instruments as may be necessary or expedient to give effect to this resolution.”

5. To consider and, if thought fit, approve with or without modification(s) the following resolution as an **Special Resolution:**

**“RESOLVED THAT** pursuant to Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any amendment thereto or reenactment thereof) the consent of shareholders of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall include any Committee thereof) to create charges, hypothecations, mortgages/equitable mortgages, on movable and/or immovable properties of the Company, present and/or future, in favour of banks, financial institutions, trustees of the holders of debentures/bonds and/or other instruments, hire purchase/lease companies, body corporate or any other person/ on such terms and conditions as the Board may deem fit, towards security for borrowings of the Company from time to time, provided that the total amount at any point of time shall not exceed Rs. 50/- Crores (Rupees Fifty Crores Only)

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and to execute all such documents, instruments as may be necessary or expedient to give effect to this resolution.”

## **NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON A POLL ONLY, INSTEAD OF HIMSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.**

**A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**

2. Members/proxies should bring duly attendance slip sent herewith to attend the meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2016 to 30<sup>th</sup> September, 2016 (both days inclusive)
4. Members holding shares in physical form are requested to notify the change, if any, in their address and blank mandate details to the Registrar and Share Transfer Agent, Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400078.
5. Members are requested to bring their copy of the Annual Report to the Annual General Meeting (AGM).
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
7. Members seeking any information on the Accounts are requested to write to the Company, which should reach the Company at least one week before the date of the Annual General Meeting so as to enable the Management to keep the information ready. Replies will be provided only at the Annual General Meeting.
8. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of the businesses under Item Nos. 4 & 5 of the Notice is Annexed hereto.
9. Members are requested to immediately intimate changes, if any, in their registered addresses along with pin code number to the Company. Members holding shares in dematerialized mode are requested to intimate the same to their respective Depository Participants.

10. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate risks associated with physical shares.
11. The Notice of the AGM along with the Annual Report 2015-16 physical copies is being sent by through permitted mode.
12. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during (3.00 pm to 5.00 pm) on all working days except Saturday, up to and including the date of the Annual General Meeting of the Company.
13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
14. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

**15. Voting through electronic means:**

In compliance with the provisions of Section 108 of the Act and the rules made there under, the Members are provided with the facility to cast their vote electronically, through the e-Voting Services provided by Central Depository Services (India) Limited (CDSL) on all resolutions set forth in this Notice.

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on Tuesday, 27<sup>th</sup> September, 2016 at 10:00 a.m. and ends on Thursday, 29<sup>th</sup> September, 2016 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 23<sup>rd</sup> September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders

(iv) **Now Enter your User ID:**

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

| <b>For Members holding shares in Demat Form and Physical Form</b> |  |
|---|--|
| PAN   | <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li></ul> |
| Dividend Bank Details<br><b>OR</b> Date of Birth (DOB)            | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li></ul>               |

(viii) After entering these details appropriately, click on "**SUBMIT**" tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach '**Password Creation**' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the **EVSN** for the relevant **<Company Name>** on which you choose to vote.
- (xii) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same the option "**YES/NO**" for voting. Select the option **YES** or **NO** as desired. The Option **YES** implies that you assent to the Resolution and option **NO** implies that you dissent to the Resolution.
- (xiii) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "**SUBMIT**". A confirmation box will be displayed. If you wish to confirm your vote, click on "**OK**", else to change your vote, click on "**CANCEL**" and accordingly modify your vote.
- (xv) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "**Click here to print**" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xix) **Note for Non – Individual Shareholders and Custodians:**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**Other Instructions**

- A) The voting rights of Members shall be in proportion to their share of the paid up share capital of the Company as on Friday, 23<sup>rd</sup> September, 2016.
- B) Mr. Rakesh Kapur, Practicing Company Secretary been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner (including voting by poll and the Ballot form received from the Members who do not have access to the e-voting process) in a fair transparent manner.
- C) Any person, who acquires the shares of the Company and become member of the Company after dispatch of notice and holding shares as on the Cut-off date i.e. Friday, 23<sup>rd</sup> September, 2016 may obtain the login ID and password by sending the request at the email id [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or to the Scrutinizer Mr. Rakesh Kapur at Flat No. 305, 3<sup>rd</sup> Floor, Tower – 1/B Dhiraj Enclave CHS, Khatau Mill Complex, Opp. BHOR, Borivali (East), Mumbai – 400066.

- D) The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period shall make a report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- E) Members who do not have access to remote e-voting facility may send duly completed Ballot Form (enclosed with the Notice) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, at Flat No. 305, 3<sup>rd</sup> Floor, Tower – 1/B Dhiraj Enclave CHS, Khatau Mill Complex, Opp. BHOR, Borivali (East), Mumbai – 400066 not later than Thursday, 29<sup>th</sup> September, 2016 (5.00 p.m.) Ballot Forms deposited in person or sent by post or courier at the expenses of the Member will also be accepted. Ballot form received after this date will be treated as invalid.
- F) The facility for voting through ballot paper shall be made available at the AGM and the members attending the AGM who have not cast their votes by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- G) A Member can opt for only one mode of voting i.e. either through e-voting or by ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
- H) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be eligible to cast their vote again.
- I) The Scrutinizer shall after the conclusion of voting at the Annual General Meeting will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witness not in the employment of the Company and shall make, not later than 2 days of the conclusion of AGM, a consolidated Scrutinizer's Report of the total votes cast in favor and against, if any, to the Chairman or a person authorised by him in writing , who shall countersign the same and declare the result of the voting forthwith.

J) The Results declared along with Scrutinizer's Report (s) will be available on the website of the Company ([www.uvdhl.com](http://www.uvdhl.com)) within two days of passing of resolutions and communication of the same to the BSE Limited.

Date : 26/08/2016  
Place: Navi Mumbai

By Order of the Board of Directors  
**United Vander Horst Limited**  
**SD/-**

**Inderpal Singh Sabharwal**  
**Chairman & Managing Director**  
**DIN: 00359315**

**Address:** Flat No-2C, 2<sup>nd</sup> Floor, Hill Top  
Bldg., 49-49A Pali Hill, Bandra (W),  
Mumbai- 400050

## **EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

### **ITEM No. 4 & 5**

As per the provisions of Section 180 of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Company in the General Meeting by a Special Resolution, borrow the monies apart from temporary loans (loans viz., means loans repayable on demand or within six months from the date of the loan such as short-term, cash credit arrangements, the discounting of bills and the issue of other short-term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of a capital nature) obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the Paid-Up Capital and the Free Reserves of Company, that is to say, reserves not set apart for any specific purposes. Further the Board of Directors shall not sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings. Under the provisions of Section 180 (1) (a) and Section 180 (1) (c) of the Companies Act, 2013, which were made effective from 12<sup>th</sup> September, 2013, the above powers can be exercised by the Board only with the consent of the Members obtained by a Special Resolutions.

Keeping in view of the Company's business requirements and its future growth plans, it is considered appropriate to increase the aforesaid limit of borrowings. Your consent is therefore sought, to authorize the Board to borrow up to Rs. 50/- Crores (Rupees Fifty Crores Only) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) as outstanding, at any time as set out in the resolution.

The aforesaid borrowing limit and to create charges, hypothecations, mortgages/equitable mortgages, on movable and/or immovable properties under 180 (1) (a) it is proposed to be enhanced to such an extent that the sum(s) so borrowed under this resolution and remaining outstanding at any time shall not exceed in the aggregate of Rs. 50/- Crores (Rupees Fifty Crores Only) in excess of and in addition to the paid-up capital and free reserves of the Company for the time being. Therefore members are requested to pass the necessary special resolution as mentioned in the notice. It is, therefore, necessary for the Members to pass Special Resolutions under Section 180 (1) (a) and Section 180 (1) (c) and other applicable provisions of the Companies Act, 2013.

None of the Directors and/or Key Managerial Personnel or their relatives, are interested or concerned in the resolutions. The Board recommends the Special Resolutions set out at Item No. 4 & 5 of the accompanying Notice in the interests of the Company.

Date : 26/08/2016  
Place: Navi Mumbai

By Order of the Board of Directors

**United Vander Horst Limited**

**SD/-**

**Inderpal Singh Sabharwal**

**Chairman & Managing Director**

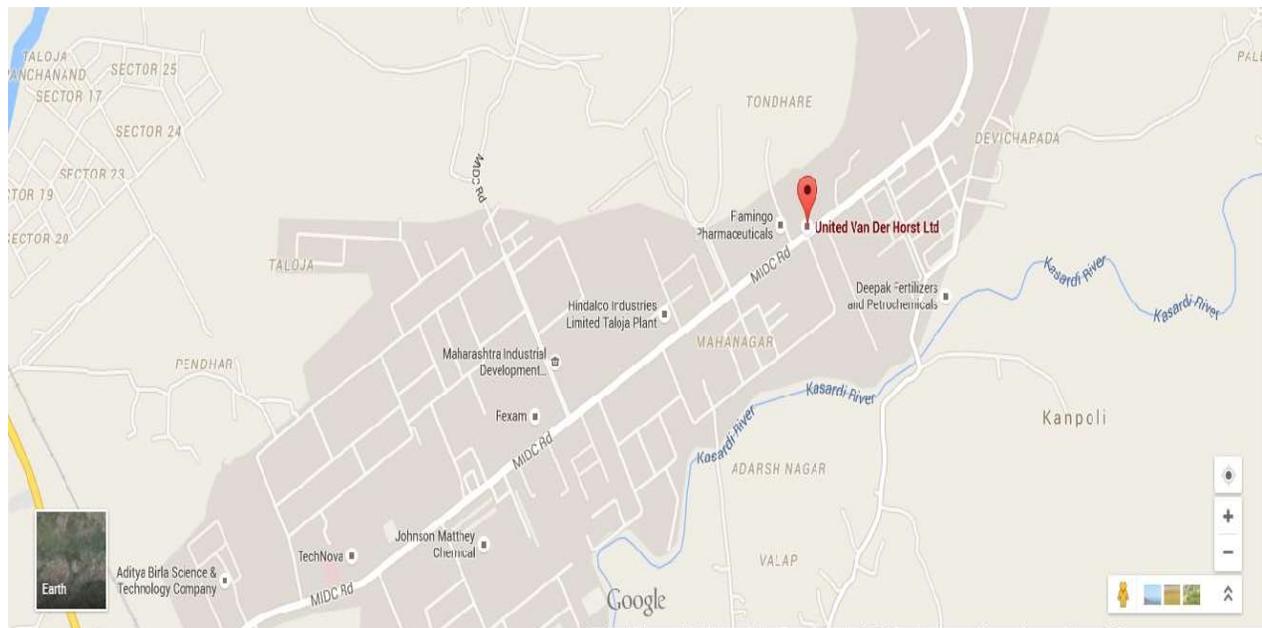
**DIN: 00359315**

**Address:** Flat No-2C, 2<sup>nd</sup> Floor, Hill Top  
Bldg., 49-49A Pali Hill, Bandra (W),  
Mumbai- 400050

**Details of Director seeking re-appointment at the Annual general Meeting (pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Applicable Provisions Secretarial Standard - 2):** There is no change in the Terms and conditions of appointment of Mrs. Rubina Inderpal Sabharwal which has been approved in the previous Annual General Meeting of the Company held on 29<sup>th</sup> September, 2015.

Land Mark: **DEEPAK FERTILISERS:**

**ROUTE MAP:**



**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)

CIN: L99999MH1987PLC044151

Name of the Company: United Vander Horst Limited

Regd. Office: E.29/30, MIDC, Taloja, Navi Mumbai - 410208

Email: accounts@uvdhl.com

Website: www.uvdhl.com

Tel. 022-2741 2728

Fax: 022-2741 2725/2741 0308

|                        |  |
|------------------------|--|
| Name of the Member(s): |  |
| Registered Address:    |  |
| E mail Id:             |  |
| Folio No / Client ID:  |  |
| DP ID:                 |  |

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

Name: ..... Address: ..... or failing him  
Name: ..... Address: ..... or failing him  
Name: ..... Address: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, 30<sup>th</sup> September, 2016 at 10.00 a.m. at the registered office of the Company situated at E.29/30, MIDC, Talaja, Navi Mumbai - 410208 and at any adjournment thereof in respect of the such resolutions as are indicated below:

| Sr. No.                  | Resolutions   | For | Against |
|--------------------------|---|-----|---------|
| <b>Ordinary Business</b> |   |     |         |
| 1                        | To consider and adopt the Balance Sheet as at 31 <sup>st</sup> March, 2016 and the Profit & Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.             |     |         |
| 2.                       | To appoint a Director in place of Mrs. Rubina Inderpal Sabharwal liable to retire by rotation.  |     |         |
| 3.                       | To ratify the appointment of M/s. Chokshi & Chokshi, as the Statutory Auditor of the Company.   |     |         |
| <b>Special Business</b>  |   |     |         |
| 4.                       | To authorize the Board of Directors of the Company to borrow money in excess of Paid up Capital and free reserves of the Company for an amount not exceeding of Rs. 50/- Crores (Rupees Fifty Crores Only). |     |         |
| 5.                       | To authorize the Board of Directors of the Company to create charges on assets of the Company for an amount not exceeding of Rs. 50/- Crores (Rupees Fifty Crores Only).                                    |     |         |

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

Signature of the Shareholder. \_\_\_\_\_

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

**Please affix  
the Revenue  
Stamp of  
Re. 1**

**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.

**United Vander Horst Limited**

CIN: L99999MH1987PLC044151

Regd. Office: E.29/30, MIDC, Talaja, Navi Mumbai - 410208

Tel. 022-2741 2728: Fax: 022-2741 2725/2741 0308 Website: [www.uvdhl.com](http://www.uvdhl.com)

**TWENTY NINETH (29<sup>th</sup>) ANNUAL GENERAL MEETING**

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

|                           |  |
|---------------------------|--|
| <b>Name</b>               |  |
| <b>Address</b>            |  |
| <b>No. of Shares held</b> |  |
| <b>DP ID No.</b>          |  |
| <b>Client Id No</b>       |  |
| <b>Regd. Folio No</b>     |  |

I certify that I am a member/ proxy / authorized representative for the member of the Company.

I hereby record my presence at the twenty ninth Annual General Meeting of United Vander Horst Limited on Friday, 30<sup>th</sup> September, 2016 at 10:00 a.m. at the registered office of the Company situated at E.29/30, MIDC, Talaja, Navi Mumbai - 410208.

\_\_\_\_\_  
Name of the Member / proxy (in block letters)

\_\_\_\_\_  
Signature of the Member / Pro

**United Vander Horst Limited**

CIN: L99999MH1987PLC044151

Regd. Office: E.29/30, MIDC, Talaja, Navi Mumbai - 410208

Tel. 022-2741 2728: Fax: 022-2741 2725/2741 0308 Website: [www.uvdhl.com](http://www.uvdhl.com)

**BALLOT FORM**

**(To be returned to scrutinizer appointed by United Vander Horst Limited "The Company")**

1. Name(s) of Member(s)  
(including joint-holders, if any)

2. Registered Folio No. /  
DPID No. / Client Id No.\*  
(\*Applicable to Members holding shares in dematerialized form)

3. Number of Shares Held:

**4. I/We hereby exercise my/our vote in respect of the Ordinary/Special Resolution(s) enumerated below by recording my/our assent or dissent to the said resolution by placing the tick (✓) mark at the appropriate box below:**

| Item No. | Description  | Type of resolution (Ordinary / Special) | No. of Share(s) | I/We assent to the resolution (For) | I/We dissent to the resolution (For) |
|----------|--|---|-----------------|-------------------------------------|--------------------------------------|
| 1.       | To consider and adopt the Balance Sheet as at 31 <sup>st</sup> March, 2016 and the Profit & Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon | Ordinary                                |                 |                                     |                                      |
| 2.       | To appoint a Director in place of Mrs. Rubina Inderpal Sabharwal liable to retire by rotation.   | Ordinary                                |                 |                                     |                                      |
| 3.       | To ratify the appointment of M/s. Chokshi & Chokshi, as the Statutory Auditor of the Company   | Ordinary                                |                 |                                     |                                      |

|    |   |         |  |  |  |
|----|---|---------|--|--|--|
| 4. | To authorize the Board of Directors of the Company to borrow money in excess of Paid up Capital and free reserves of the Company for an amount not exceeding of Rs. 50/- Crores (Rupees Fifty Crores Only). | Special |  |  |  |
| 5. | To authorize the Board of Directors of the Company to create charges on assets of the Company for an amount not exceeding of Rs. 50/- Crores (Rupees Fifty Crores Only).                                    | Special |  |  |  |

**Place:**

**Date:**

\_\_\_\_\_  
**(Signature of Member / Beneficial Official Owner)**

**E mail:** \_\_\_\_\_ **Tel No.** \_\_\_\_\_

**Note: Please read the instructions printed overleaf carefully before exercising your vote.**

**INSTRUCTIONS:**

1. A Shareholder(s) desiring to exercise vote by Ballot may complete this Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Ballot Notice sent herewith.
3. Consent must be accorded by either placing a tick mark (✓) in the appropriate column in the Ballot form. This Form should be completed and signed by the Shareholder(s) (as per the specimen signature registered/recorded with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
4. Duly completed Ballot Form should reach the Company not later than Thursday, 29<sup>th</sup> September, 2016 by 5:00 P.M. All Ballot Forms received after this date will be strictly treated as if the reply from Shareholder(s) has not been received.
5. A Shareholder may request for a duplicate Ballot Form, if so required. However, the duly completed duplicate Ballot form should reach the Scrutinizer not later than Thursday, 29<sup>th</sup> September, 2016 by 5:00 P.M.
6. There will be only one Ballot Form for every folio/Client ID irrespective of the number of joint Shareholder(s).
7. In case of shares held by companies, trusts, societies etc. the duly completed Ballot Form should be accompanied by a certified true copy of Board resolution/Power of Attorney/ authority letter/attested specimen signatures, etc.
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Shareholders as on Friday, 23<sup>rd</sup> September, 2016.
9. Shareholders are requested not to send any other paper along with the Ballot Form in the enclosed self-addressed postage pre-paid envelope, in as much as, all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
10. The Scrutinizer's decision on the validity of a Ballot will be final and binding.
11. Incomplete, unsigned or incorrect Ballot Forms will be rejected.
12. The result of the Ballot will be posted on the website of the Company.

\*\*\*\*\*