



M. K. Exim (India) Limited

CIN No.L63040RJ1992PLC007111

Regd. Office : G1/150, Garment Zone, E.P.I.P. Sitapura, Tonk Road, Jaipur-302022
Tel : +91-141-3937500/501 Fax : +91-141-3937502 Website : www.mkexim.com
E-mail : mkexim@gmail.com, mkexim@hotmail.com, info@mkexim.com

Date: 24.08.2017

To
The Deputy Manager,
Department of Corporate Services-Listing,
Bombay Stock Exchange Ltd.,
Floor 25, P J Towers, Dalal Street,
Mumbai-400 001
Tel: 022-2272 1234/33

Ref: M.K. Exim (India) Ltd. Scrip Code: 538890

Sub: Furnishing Notice of 26th AGM to be held on Monday, 24th September, 2018 under regulation 30(2) of SEBI (LODR), Regulations, 2015

Dear Sir/Madam,

This is to inform you that the 26th Annual General Meeting of the Company to be held on Monday, 24th September, 2018 at 10.00 am at its registered office at G1/150, Garment Zone, E.P.I.P., Sitapura, Tonk Road, Jaipur-302022 (Rajasthan)

Accordingly find below the Notice of the 26th AGM of the company which has been sent to the shareholders of the company.

Further, the 26th Annual General Meeting Notice, Annual report, Proxy Form, Attendance Slip and instruction for e-voting of the Company are also available on the Company's website: www.mkexim.com.

This is for your kind information and record.

Yours faithfully,
For M.K.Exim(India) Ltd.

Prakriti Sethi
Prakriti Sethi
Compliance Officer
Company Secretary





M. K. Exim (India) Limited
CIN: L63040RJ1992PLC007111

Registered Office: G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer, Jaipur-302022.

Phone: +91 141- 3937501, 3937504. Fax: +91-141-3937502

E-mail: mkexim@gmail.com, info@mkexim.com, mkexim@mkexim.com

Web-Site: www.mkexim.com

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of Members of M k Exim (India) Limited will be held on Monday 24th September, 2018 at G1/150, Garment Zone, E.P.I.P., Sitapura, Tonk Road, Jaipur-302022 at 10.00A.M.to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. The audited financial statements of the Company for the year ended 31st March 2018 together with Report of Auditors and the Board of Directors thereon; and
 - b. The audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 together with Reports of the Auditors thereon.
2. To appoint a director in place of Shri Dayaram Khanchandani (DIN: 00161546), who retires by rotation and being eligible, offers himself for re appointment.

SPECIAL BUSINESS:

3. **To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 149, 150 and 152 of the Companies Act 2013 and the relevant rules framed thereunder, Shri Laxmikant Ramswaroop Patodia (DIN: 03497821), who was appointed as independent director (additional director) of the Company with effect from 20th June 2018 and whose term expires at this annual general meeting, and in respect of whom a notice has been received from a member proposing his candidature pursuant to section 160 of the Companies Act 2013, be and is hereby appointed as an independent director of the Company for a period of five years from 20th June 2018.”

4. **To consider and if thought fit to pass with or without modification, the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 149, 150 and 152 of the Companies Act 2013 and the relevant rules framed thereunder, Shri Vishesh Mahesh Nihalani (DIN: 06786707), who was appointed as independent director (additional director) of the Company with effect from 20th June 2018 and whose term expires at this annual general meeting, and in respect of whom a notice has been received from a member proposing his candidature pursuant to section 160 of the Companies Act 2013, be and is hereby appointed as an independent director of the Company for a period of five years from 20th June 2018.”

5. **To consider and if thought fit to pass with or without modification, the following resolution as an Ordinary Resolution.**

“RESOLVED THAT pursuant to section 188 of the Companies Act 2013 and the relevant rules thereunder, approval of members is hereby granted to entering into transactions in the ordinary course of business of the Company for purchase of goods or materials with M/s Laaj International, a related party, of an aggregate value not exceeding Rs. 30,00,00,000 (Rupees thirty crores) in any financial year.

6. **To consider and if thought fit to pass with or without modification, the following resolution as an ordinary resolution.**

RESOLVED THAT pursuant to section 188 of the Companies Act 2013 and the relevant rules thereunder, approval of members is hereby granted to entering into transactions in the ordinary course of business of the Company for sale and export of goods or materials with M/s Square Textiles LLC, Dubai, a related party, of an aggregate value not exceeding Rs. 30,00,00,000 (Rupees thirty crores) in any financial year.

By order of the Board

Prakriti Sethi

Place: Jaipur
 Date: 24.08.2018

Prakriti Sethi
 Company Secretary

Notes

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.THE INSTRUMENT APPOINTING THE PROXY/ PROXIES SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY EIGHT (48) HOURS BEFORE COMMENCEMENT OF THE AGM i.e. BY 10:AM ON 24thSEPTEMBER, 2018.**

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than ten per cent (10%), of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for another person or shareholder. Proxies to be effective should be deposited at the registered office of the Company, duly signed and stamped with revenue stamp of Rs.1, not less than 48 hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of Companies, Societies etc. must be supported by an appropriate resolution/ authority, as applicable. If a Proxy is appointed for more than fifty Members, the Proxy shall choose any fifty Members and confirm the same to the Company not later than 48 hours before the commencement of the meeting. In case, the Proxy fails to do so, only the first fifty proxies received by the Company shall be considered as valid.

2. Corporate Members intending to send their authorised representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.
3. The explanatory statement pursuant to section 102 of the Companies Act 2013 (the Act) in respect of special business at item No 3 to 6 of the accompanying notice is annexed herewith.
4. The Register of members and share transfer books of the Company will remain closed from **Tuesday, 18th September 2018 to Monday, 24th September 2018** (both days inclusive) for the purpose of the annual general meeting.
5. Details as required in Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Listing Regulations') in respect of the Directors seeking re-appointment/appointment at the AGM are provided in annex.-1 of this notice Requisite declarations have been received from the

Directors seeking re-appointment. The Independent Directors of the Company have been appointed for a term of 5 years in accordance with the relevant provisions of the Companies Act, 2013 and are not eligible to retire by rotation.

6. Members of the Company had approved the appointment of Vimal Agrawal & Associates, Chartered Accountants, (FIRM membership number FRN 004187C), as the Statutory Auditors at the 22nd AGM of the Company which is valid till 27th AGM of the Company. In accordance with the Companies Amendment Act, 2017, which became effective from 7th May 2018, the appointment of Statutory Auditors is not required to be ratified at every AGM.
7. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to Beetal Financial & Computer services (P) Ltd, New Delhi by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.
8. Members holding shares in physical form are requested to intimate any change of address and are also requested to submit their specimen signature duly attested by their bank to the Company. Members holding shares in electronic form must intimate their depository participants any change in their address.
9. **Nomination facility:** Section 72 of the Act provides for facility to the members for making nomination in respect of the shares held by them in the Company. Members holding shares in single name and who have not registered the nomination should submit to the Company form SH 13 for making nomination. Members holding the shares in electronic form should submit the form to their depository participants. Members can change the nomination by filing form SH14 with the Company (in case of shares held in physical form) or to the depository participant (in case shares are in electronic form)
10. **Updation of members details:** The register of members under the Act and the relevant rules is required to be maintained with additional details such as PAN details, email address, bank details for payment of dividend, etc. A form for capturing these details is appended at the end of this annual report. Members holding shares on physical form are required to submit the filled form to the Company and members holding shares in demat form are requested to submit the form to their respective depository

participants.

11. Electronic copy of the annual report for the year 2017-18 is being sent to those members whose email Ids are registered with the Company/depository participant. Physical copies are being sent to the other members.
12. Electronic copy of the notice of the 26th Annual General Meeting of the Company, indicating the process and manner of e-voting along with attendance slips and proxy form are being sent to all those members whose email Ids are registered with the Company/depository participant. To other members, the above are sent in physical form indicating the process and manner of e-voting, in the permitted mode.
13. The Notice of the 26th Annual General Meeting and the annual report will also be available at the Company's website www.mkexim.com which can be downloaded. The physical copies of the above documents will also be available at the Company's registered office at Jaipur for inspection during normal business hours on working days (Monday through Friday). All members are entitled to receive physical form of the above, free of cost, upon making a request to the Company at its registered office or dedicated investor email id: investoragm@mkexim.com

14. Voting through electronic means

In accordance with section 108 of the Act and the relevant rules made thereunder and for the time being in force, the Company is pleased to provide its members the facility of **remote e-voting**, i.e e-voting from a place other than the venue of the AGM to exercise their right to vote at the 26th AGM. The voting can be made through the services of Central Depository Services (India) Limited (CDSL)

The facility for voting, either through electronic voting system or through ballot/polling paper shall also be made available at the venue of the 26th AGM. The members, who attend the meeting and who have not already cast their vote through e-voting, shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Ms. Anshu Parikh, PCS (Membership no. FCS 9785), as the scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

15. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **<21.09.2018 at 9.00 a.m.>** and ends on **<23.09.2018 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 (record date) of **<17.09.2018>**, may cast their vote electronically. The

e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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

	For Members holding shares in Demat Form and Physical Form
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"> ▪ Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. Sequence number is printed on address sticker. ▪ In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
Dividend Bank Details	<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>
OR Date of Birth (DOB)	<p>▪ 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 (v).</p>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) 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.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN of the **M.K. Exim (India) Limited** 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

(viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(ix) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(x) If 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.

(xi) **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. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile**

app while voting on your mobile.

(xii) 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 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.
- ♣ 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 should be mailed to 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.

(xiii) 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, under help section or write an email to helpdesk.evoting@cdslindia.com

Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

16. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013 will be available for inspection at the AGM.

17. The Ministry of Corporate Affairs had notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules). As per these Rules, dividends which are not encashed / claimed by the shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate the companies to transfer such shares of Members of whom dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Hence, the Company

urges all the Members to encash / claim their respective dividend during the prescribed period. The details of the unpaid / unclaimed amounts lying with the Company as on 29th September, 2017 (date of last AGM) are available on the website of the Company and on Ministry of Corporate Affairs' website. The Members whose dividend / shares are transferred to the IEPF Authority can now claim their shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority <http://iepf.gov.in/IEPFA/refund.html>.

18. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection without any fee at the Registered Office of the Company during working hours on all working days except **Saturdays & Sundays**, up to and including the date of the AGM of the Company.

Explanatory Statement pursuant to section 102 of the Companies Act 2013

Items 3 & 4:

The Three Independent directors, namely, Shri Ashok Patni (DIN:00162153), Shri Kishor Motiyani (DIN:00161589) and Shri Murli Dhar Menghani (DIN:00157301) resigned as independent directors from 20th June 2018. As required under the Companies Act 2013, the Board, on recommendation of the Nomination and Remuneration Committee, approved the appointment of Shri Laxmikant R Patodia and Shri Vishesh M Nihlani as an Additional & Independent Directors on the Board of the Company with effect from June 20th, 2018, subject to the shareholders' approval.

In the opinion of Board, the following independent directors fulfil the conditions specified under the Companies Act, 2013 for such appointment.

The details of Shri Laxmikant R Patodia and Shri Vishesh M Nihlani as required to be given pursuant to the Listing Regulations and the Secretarial Standards, are attached (**Annexure-1**) to the Notice.

The services of Shri Laxmikant R Patodia and Shri Vishesh M Nihlani as independent directors, having industry experience, qualification, integrity and other relevant factors, are beneficial to the Company.

None of the other directors is concerned or interested in the item. The Directors recommend the ordinary resolutions for approval of the members.

Item No 5:

M/s. Laaj International is the leading suppliers of textiles and textile related items which are required by the Company for its business operations in the ordinary course of its business. The price quoted by M/s Laaj International is compared with the prevalent market price and if the prices are found competitive, then only orders are placed. Prior to placement of orders, the Audit Committee is fully apprised about the nature of transactions, prices, terms, etc and it is only after approval of the Audit Committee, orders are placed. The details are also placed before the board meeting.

Shri Manish Dialani, who is the Managing Director of the Company, is the sole proprietor of this firm. Smt. Lajwanti

Dialani, Director, is the relative of Shri Manish Dialani. They are concerned or interested in the said resolution. None of the other directors is interested in the resolution. None of KMPs or their relatives has any interest in the resolution.

Order terms: Orders are placed only after the comparison of the quotations and the Audit Committee is apprised immediately at the next meeting. After approval of the Audit committee, orders are placed.

Credit terms: As per industry standard

Monetary value: Shall not exceed Rs. 30,00,00,000 (Rupees thirty crores) in any financial year.

The share holding of the interested directors in the Company is given below as on 31st March 2018

Name	Number of shares held	% of shareholding
Manish Dialani	653105	9.0955
Lajwanti Dialani	257641	3.5981

Both the interested directors will not vote on this resolution.

Item No 6

M/s. Square Textiles, LLC, Dubai, UAE, is the leading importers of textiles and textile related items in Dubai. The Company intends to export its products to the Middle East through M/s. Square Textiles LLC. M/s. Square Textiles is the related party as the relative of the Director Shri Dayaram Khanchandani is the owner of this firm. The price quoted is compared with the prevalent market price and if the prices are found competitive, then only orders are placed. Prior to placement of orders, the Audit Committee is fully apprised about the nature of transactions, prices, terms, etc and it is only after approval of the Audit Committee, orders are placed. The details are also placed before the board meeting.

Order terms: Orders are placed only after the comparison of the quotations and the Audit Committee is apprised immediately at the next meeting. After approval of the Audit committee, orders are placed.

Credit terms: As per industry standard

Monetary value: Shall not exceed Rs. 30,00,00,000 (Rupees thirty crores) in any financial year.

The share holding of the interested directors in the Company is given below as on 31st March 2018

Name of the shareholder	Number of shares	% of holding
Daya Ram Khanchandani	1774590	24.714%

The interested director will not vote on this resolution.

Except Shri Dayaram Khanchandani, none of the other directors is interested in the resolution. None of the KMPs or their relatives has any interest in the resolution.

By order of the Board

Prakriti Sethi

Prakriti Sethi

Company Secretary

Place : Jaipur

Date: 24.08.2018

ANNEXURE-1

Information pursuant to the Listing Regulations and Secretarial Standards in respect to Appointment/Re-appointment of Directors

Name of Director	Daya Ram Khanchandani	Laxmikant R Patodia	Vishesh M Nihalani
Category	Non Executive Chairman	Independent Director	Independent Director
DIN	00161546	03497821	06786707
Date of birth And age	15.04.1931 87 years	01.05.1968 50 years	01.01.1985 33 years
Qualification	Matriculate	Graduate	Graduate
Nature of experience /expertise	Vast experience in Finance, production, sales and marketing	Production / Sale Analyst	Finance and Market Analyst
Brief resume	having 60 years' experience in Finance, production, sales and marketing in Fabric and garment fields	I have 30 years' experience in Fabric/Yarn fields	6 Years' experience in Finance/accounts Controlling and market analysis.
Terms and conditions Of appointment /re-Appointment	As non executive chairman liable to retire by rotation	For a period of 5 years Not liable to retire by rotation	For a period of 5 years Not liable to retire by rotation
Number of shares Held in the Company	1774590	NIL	3475
Relationship with Other directors/ KMP	None	None	None
No of board meetings Attended out of 6 Board meetings in the year 2017-18	6	Nil	Nil
Directorship details	Symphony Jewels Pvt. Ltd.	Klick Impex Pvt Ltd.	Pebbles Infra Projects Ltd.



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Web-Site: www.mkexim.com

ATTENDANCE SLIP

Folio No. / DP ID & Client ID*

No. of shares held

*Applicable in case shares are held in electronic form.

I/We certify that I/We am/are registered shareholder /proxy for the registered shareholder of the Company.

I/We hereby record my presence at the TWENTY SIXTH ANNUAL GENERAL MEETING of the Company to be held at G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer, Jaipur-302022 at 10.00 a.m. on Monday, September 24, 2018.

Shareholder's / Proxy's name in BLOCK letters Signature of Shareholder /Proxy

Note: 1 Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint Shareholder(s) may obtain additional attendance slip at the venue of the meeting.

2 In case of joint holders attending the meeting, the member whose name appears as the first holder, in the order of names appearing in the register of members, will only be entitled to vote.



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Web-Site: www.mkexim.com

PROXY FORM-MGT 11

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

26th Annual General Meeting on Monday, 24th September, 2018

Name of the shareholder(s):

Registered address:

E-mail ID:

Folio No. /DP ID & Client ID*:

No. of shares held:

* Applicable in case shares are held in electronic form.

I/We, being the holder(s) of _____ shares of M. K. Exim India Limited,
hereby appoint:

1 Name: ----- Email id: -----

Address: -----

Signature-----or failing him/her

2 Name: ----- Email id: -----

Address: -----

Signature-----or failing him/her

3 Name: ----- Email id: -----

Address: -----

Signature-----

as my / our proxy to attend and vote (on Poll) for me/us and on my/ our behalf at the TWENTY SIXTH ANNUAL GENERAL MEETING of the Company to be held on MONDAY, 24th September, 2018 at 10.00 a.m. at G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer, Jaipur-302022 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Sr No.	Particulars	Type of resolution Ordinary/Special)	I / We (assent to the resolution)	I / We (dissent to the resolution)
			For	Against
	Ordinary Business:			
1.	Audited Standalone as well as Consolidated Financial Statements as at 31 st March, 2018 together with the report of Directors and Auditors thereon.			
2.	To Appoint Shri Daya Ram Khanchandani (DIN: 00161546) who retire by rotation & eligible for re-appointment			
	Special Business:			
3	To Appoint Shri Laxmikant Ramswarup Patodia (DIN: 03497821) as Independent Director			
4	To Appoint of Shri Vishesh Mahesh Nihalani (DIN: 06786707) as Independent Director			
5	Approval of related party transactions with M/s Laaj International as per Section 188			
6	Approval of related party transactions with M/s Square Textiles LLC as per Section 188			

Signed this-----day of-----2018

Signature of Share Holder-----

Signature of proxy holder(s) -----
Revenue Stamp Rs. 1/-

Note:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. Please put a 'X' 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.

