

August 17, 2017

BSE Limited

Floor 25, P J Towers, Dalal Street, Mumbai-400 001 The National Stock Exchange of India Limited "Exchange Plaza", Plot no. C/1, G Block, Bandra- Kurla Complex, Bandra (E) Mumbai-400 051

Sub: Soft Copy of Notice of 127th Annual General Meeting of the Company

Dear Sir,

This is in continuation of our letter dated July 31, 2017 informing that 127th Annual General Meeting (AGM) of the Company will be held on Friday, September 22, 2017 at 11:00 A.M. at MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi - 110054.

Pursuant to Regulation 30 read with Schedule III part A Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached soft copy of the Notice of aforesaid 127th Annual General Meeting of the Company.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

Yadvinder Goyal Company Secretary

Encl. - As above

Registered Office:
Vikrant Tower, 4, Rajendra Place, New Delhi-110008
Phone: (011) 25719967 Fax: (011) 25765214

e-mail id: investors@dcm.in

CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in

Notice of Annual General Meeting

DCM LIMITED

Registered Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008

CIN: L74899DL1889PLC000004

e-mail: investors@dcm.in, website: www.dcm.in

Ph: 011-25719967, Fax: 011-25765214

Notice is hereby given that the 127thAnnual General Meeting of DCM Limited ('the Company') will be held on Friday, September 22, 2017 at 11:00 A.M. at MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi - 110054 for transacting the following business:

ORDINARY BUSINESS

- 1. To receive, consider and adopt:
 - the audited standalone financial statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and
 - the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 together with Report of Auditors thereon.
- To appoint a director in place of Dr. Vinay Bharat Ram, (DIN 00052826), who retires by rotation and, being eligible, offers himself for re-appointment.
- To ratify the appointment of Statutory Auditors of the Company and in this regard to consider and if thought fit, to pass with or without modification(s),the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 read with Rules issued thereunder, as amended from time to time, and pursuant to resolution passed by the members at the 125th Annual General Meeting (AGM) of the Company held on August 18, 2015, the appointment of M/s. BSR & Co. LLP, Chartered Accountants, (Regn. no. 101248W/W-100022) as Statutory Auditors of the Company to hold office till the conclusion of the next AGM be and is hereby ratified and the Audit Committee of the Board of Directors of the Company be and is here by authorized to fix the remuneration payable to them."

SPECIAL BUSINESS

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to Cost Auditors appointed by the Board of Directors of the Company, as stated below be and is hereby ratified and confirmed:

- Rs. 50,000/- (Rupees fifty thousand only) plus GST & out-of pocket expenses, if any, to M/s K C Kohli & Co., Cost Accountants (Firm Registration Number 100541), as Cost Auditors, for financial year 2017-18, for audit of cost accounting records of 'Cotton Textiles' manufactured by the Company;
- ii. Rs. 1,25,000/- (Rupees one lac and twenty five thousand only) plus GST & out-of-pocket expenses, if any, to M/s V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Cost Auditors, for financial year 2017-18, for audit of the Cost Accounts pertaining to Cast Iron Unit of the Company namely 'DCM Engineering Products' located at Shaheed Bhagat Singh Nagar, Punjab; and

iii. Rs. 60,000/- (Rupees sixty thousand only) plus GST & out-of-pocket expenses, if any, to M/s V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Lead Cost Auditor, for financial year 2017-18, for consolidation of the Cost Audit Report etc. of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

Registered Office

By order of the Board of Directors For DCM Limited

Vikrant Tower, 4, Rajendra Place, New Delhi – 110008

Place: New Delhi Date: July 6, 2017 Sd/-Yadvinder Goyal Company Secretary

Notes:

- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item no. 4 under Special Business of this Notice is annexed hereto.
- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules made thereunder, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies etc. must be supported by an appropriate resolution / authority, as applicable.

- The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, September 16, 2017 to Friday, September 22, 2017 (both days inclusive).
- 4. Shareholders, who are holding shares in identical order of name in more than one folio, are requested to write to the Company enclosing their share certificates to enable the Company to consolidate their holding in one folio.
- 5. Members are requested to bring their copy of Annual Report.
- Members who are holding Company's shares in dematerialized form are requested to bring details of their Depository Account Number for identification.

Notice continued

- The members intending to seek any information on Annual Accounts at the meeting are requested to kindly inform the Company at least 7 days before the date of the meeting.
- 8. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
- In terms of SEBI notification, the shares of the Company are subject to compulsory trading only in dematerialized form on the stock exchanges, hence members are requested to convert their physical share certificates into electronic form.
- 10. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Share Transfer Agents, M/s MCS Share Transfer Agent Limited.
- 11. As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), for securities market transactions and/or for off-market or private transactions involving transfer of shares in physical form, the transferee(s) as well as transferor(s) (including joint holders) shall furnish copy of PAN card to the Company for registration of such transfer of securities. Accordingly, all the shareholders/ transferor(s) / transferee(s) of shares (including joint holders) in physical form are requested to furnish a certified copy of their PAN Card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action.
- 12. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by submitting a request letter in this respect to the Company / Registrar and Share Transfer Agents, M/s MCS Share Transfer Agent Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.
- 13. The Annual Report including Notice of AGM and Attendance Slip is being sent in electronic mode to members whose e-mail IDs are registered with the Company or the Depository Participant(s). However, physical copy of the Annual Report including Notice of AGM and Attendance Slip is also being sent to all members.
- 14. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays & Public Holidays) during business hours up to the date of the Meeting.
- 15. The relevant details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings, in respect of person seeking appointment /re-appointment as Director of the Company under Item No. 2 of the Notice, are provided at page no. 4 of the Annual Report.

- 16. All unclaimed/unencashed dividend, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed/unencashed for a period of seven years from the date they became due for payment, have been/will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government, from time to time, in accordance with applicable provisions of the Companies Act, 1956 and / or the Companies Act, 2013.
 - Pursuant to circular issued by Ministry of Corporate Affairs (MCA) with respect to IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 vide G.S.R. 342 (E) dated May 10, 2012, your Company has uploaded the Form 5 INV containing the details of amount lying unclaimed / un-encashed, as on the date of last Annual General Meeting, on account of matured Fixed Deposits/Debentures and Dividend on the website of MCA as well as on its website www.dcm.in. Deposit-holders/Debenture-holders/Shareholders may kindly check the said information and if any amount on account of matured deposits, matured debentures, or interest thereon or dividend is appearing as unclaimed / un-encashed against their name, they may lodge their claim, duly supported by relevant documents to the Company.

Also, in terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

Any person whose shares, unclaimed/un-encashed dividend, matured deposits, matured debentures, or interest thereon, have been transferred to the IEPFA, can claim back the shares or apply for refund from IEPFA, as the case may be, by following the procedure prescribed under the aforesaid rules. Therefore, it is in the interest of deposit-holders/debenture-holders/shareholders to claim the unclaimed / un-encashed amount of dividend, matured deposits, matured debentures or interest thereonwith in scheduled time.

- 17. Mrs. Pragnya Parimita Pradhan, Company Secretary in whole-time practice, Proprietor of M/s Pragnya Pradhan & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and the voting at AGM in a fair and transparent manner.
- 18. The facility for voting through polling paper shall also be made available at the Annual General Meeting and Members attending the Annual General Meeting who have not already cast their vote by remote e-voting shall be able to vote at the Annual General Meeting.
- 19. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
- 20. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules made thereunder and the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting).



21. The instructions for remote e-voting are as under:

A. In case a Member receives an email from NSDL:

- (i) Open the PDF file 'DCM remote e-Voting.pdf' attached to the e-mail, using your client ID / Folio No. as password. The PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.
- (ii) Launch an internet browser and open https://www.evoting. nsdl. com/
- (iii) Click on Shareholder Login.
- (iv) Insert 'User ID' and 'Initial Password' as noted in step (i) above and click on 'Login'.
- (V) Password change menu will appear. Change the Password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please keep a note of the new Password. It is strongly recommended not to share your Password with any person and take utmost care to keep it confidential.
- (vi) Home page of e-voting will open. Click on remote e-Voting -Active Voting Cycles.
- (vii) Select 'EVEN' (i.e. Remote e-voting Event Number) of DCM Limited.
- (viii) Now you are ready for remote e-voting as 'Cast Vote' page opens.
- (iX) Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'Confirm' when prompted.
- (X) Upon confirmation, the message 'Vote cast successfully' will be displayed.
- (xi) Once you have confirmed your vote on the resolution, you cannot modify your vote.
- (XII) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter, along with attested specimen signature of the duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer by an e-mail at pragnyap.pradhan@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM:

 (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM, in the manner as stated below:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD /PIN
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(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

C. Other Instructions:

- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www. evoting.nsdl.com
- If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.

- iii. The remote e-voting period commences on Tuesday, September 19, 2017 (9.00 a.m. IST) and ends on Thursday, September 21, 2017 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on September 15, 2017 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
- iv. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories, as on September 15, 2017 i.e. cut-off date only shall be entitled to avail the facility of remote e-Voting as well as voting at the Annual General Meeting through polling paper.
- v. Any person, who acquires and/or allotted/issued shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or contact NSDL at toll free no. 1800-222-990. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote.

Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No.+Folio No.).

- vi. The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall counter sign the same.
- vii. The result shall be declared not later than 48 hours from conclusion of this Annual General Meeting. The result declared shall be communicated to BSE Limited, National Stock Exchange of India Limited, National Securities Depository Limited (NSDL), MCS Share Transfer Agent Limited (i.e. Registrar & Share Transfer Agent of the Company) and shall also be displayed on the website of the Company i.e. www.dcm.in
- viii. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on date of Annual General Meeting i.e. September 22, 2017.
- The route map to the venue of the Annual General Meeting is given at page no. 5 of this Annual Report.

Notice continued

EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

The Board of Directors of the Company at their meeting held on May 30, 2017, on the recommendation of the Audit Committee, have approved the following

- M/s K C Kohli & Co., Cost Accountants (Firm Registration Number 100541), as Cost Auditors, for financial year 2017-18, for audit of cost accounting records of the 'Cotton Textiles' manufactured by the Company at a remuneration of Rs. 50,000/- (Rupees fifty thousand only) plus GST & out-of-pocket expenses, if any;
- M/s. V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Cost Auditors, for financial year 2017-18, for audit of Cost Accounts pertaining to Cast Iron Unit of the Company namely 'DCM Engineering Products' located at Shaheed Bhagat Singh Nagar, Punjab at a remuneration of Rs. 1,25,000/- (Rupees one lac and twenty five thousand only)
- M/s V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Lead Cost Auditors, for financial year 2017-18, for consolidation of the Cost Audit Report etc. of the Company, at a remuneration of Rs. 60,000/- (Rupees sixty thousand only) plus GST & out-of-pocket expenses, if any.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rules issued thereunder, the remuneration payable to the Cost Auditors as stated above has to be ratified by members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for financial year 2017-18.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution as set out at Item No. 4 of this Notice for approval of the members of the Company.

Registered Office By order of the Board of Directors Vikrant Tower, 4, Rajendra Place, New Delhi - 110008

Place: New Delhi Date: July 6, 2017 For DCM Limited

Sd/-Yadvinder Goyal **Company Secretary**

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT 127TH ANNUAL GENERAL MEETING OF THE COMPANY

Name of the Director	Dr. Vinay Bharat Ram	
Director Identification Number (DIN)	00052826	
Date of Birth	18.02.1936	
Date of Appointment	Appointed as an Additional Director of the Company w.e.f. 29.01.2016 and Managing Director of the Company w.e.f. 30.01.2016	
Qualification	B.A. (Hons.) Economics, University of Delhi, MBA, Michigan University (Ann Arbor), Management Development Programme, Harvard University, Ph.D. in Economics from University of Delhi	
Experience & Expertise inspecific functional area	Industry and Management experience of more than five decades	
Profile of the Director	Dr. Vinay Bharat Ram was Past President of the Manufactures' Association of Information Technology, Ex-member of International Council of the Asia Society, New York, U.S.A. He was honored and admired as Member of the Textile Association of India. He is the recipient of the National Citizen's Award 1990 for Entrepreneurship from the Prime Minister of India and National Excellence Award for Art & Culture for 1996-97 from T.P. Jhunjhunwala Foundation. He was nominated as Life Trustee of the Institute of Economic Growth, Delhi by the Ex-Prime Minister Dr. Manmohan Singh. He is also Chairman of the Governing Board of Population Foundation of India.	
Terms & Conditions of re-appointment along with details of remuneration sought to be paid and last drawnby him	Dr. Vinay Bharat Ram, Chairman & Managing Director of the Company is liable to retire in his capacity as director of the Company and, being eligible, offers himself for re-appointment at the ensuing Annual General Meeting of the Company.	
	He is drawing remuneration from the Company, in his capacity as Managing Director of the Company, which is as mentioned in the Corporate Governance Report, forming part of this Annual Report.	
Shareholding in the Company as on 31.03.2017	6525 Equity Shares	
Relationship with other directors and KMPs of the Company	He is not related to any other director on the Board of Company. However Mr. Hemant Bharat Ram, President (Textiles) and Mr. Sumant Bharat Ram, Chief Executive & Financial Officer of the Company are sons of Dr. Vinay Bharat Ram.	
No. of Meetings of Board attended during the year	7 (for details please refer to the Corporate Governance Report, forming part of this Annual Report)	
List of Companies in which outside directorship held	Purearth Infrastructure Ltd. Aggresar Leasing & Finance Pvt. Ltd. Crescita Enterprises Pvt. Ltd.	
Chairman/Member of the Committees of Board of Directors of Indian Companies	Chairmanship(s) of Committees of the Board DCM Limited Corporate Social Responsibility Committee Review Committee- Textile & IT Division Membership(s) of Committees of the Board NIL	



Route map for Venue of 127th Annual General Meeting of the Company

Shah Auditorium FATEHPUR BAZAR ene spall FARASH KHANA 0 200 m L Tary Chund Ist. फर्श रहाना BLOCK L Tis Hazari Wetro RAM NAGAR ARAM NAGAR SIT HIS 0 Sadar Bazar TELIWARA Z PAHARGANJ SADAR BAZAAR पहारक्षाम HIGH WITH Map data 92017 Google KABIR BASTI sellt erell MOTIA KHAN ARYA PURA Pul Bangash 🖸 JHANDEWALAN Gaushala Rd Devi Mandir © इंडिक्सन देवी मंदिर Jhandewalan KISHAN GANJ Rager don DOR! WALAN BLOCK 63 Delhi Kushangni 🖺 Roshanara Garden Subz. Mand E Raj Vatika n BLOCK 48D zeffs 48D NA! WALAN ANDHA MUGHAL O अंधा मान KAROL BAGH Sedet em GULAB! BAGH गुलाकी BLOCK 53 RAILWAY COLONY BLOCK 18B BLOCK 23'B Vir Banda Barragi A. DEV NAGAR HAN SINGH NAGAR BAPA NAGAR E PUNJABI BASTI Umral and RAMESHWARI NEHRU NAGAR टामेश्रदी मेहर नार MATA Vikrant tower O Kalindi College ANAND PARBAT BABA FARID PURI MOTI BAGE वावा फरीद पुरी आनंद प्रदेश Ramjas Public School Old Rohtak Rd INDUSTRIAL AREA ANAND PARBAT Dayabasti 🕄 SHAHZADA PATEL NAGAR NEHRU NAGAR BAGH नेहरु नगर BLOCK 22 wifes 22 BLOCK 20 anto: 20

DCM



DCM LIMITED

PROXY FORM

Registered Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008

CIN: L74899DL1889PLC000004,

e-mail: investors@dcm.in, website: www.dcm.in, **Ph:** 011-25719967, **Fax:** 011-25765214

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

127[™] ANNUAL GENERAL MEETING - SEPTEMBER 22, 2017

Registered address:											
Email:											
Folio No. / Client ID:] [OP ID:							
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Resolution Number	Resolutions	Vote (Optional see Note 4)	
		For	Against
Ordinary E	Business		
1	Adoption of:		
	a. the audited standalone financial statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and		
	b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 together with Report of Auditors thereon		
2	Appointment of a director in place of Dr. Vinay Bharat Ram, who retires by rotation and being eligible, offers himself for re- appointment		
3	Ratification of appointment of M/s BSR & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration		
Special Bus	siness		
4	Approval for ratification of remuneration payable to the Cost Auditors for financial year 2017-18		

		Affix revenue stamp of not Less than Rs. 0.15
Signed this day of		
	Signature of the member	

Notes:

1. This form of proxy in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

Signature of the second proxy holder

2. A Proxy need not be a member of the Company.

Signature of the first proxy holder

- 3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of total 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 person or shareholder.
- 4. It is optional to indicate your preference. Please 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 resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
- 5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.



Signature of the third proxy holder



DCM LIMITED

Registered Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008

CIN: L74899DL1889PLC000004,

e-mail: investors@dcm.in, website: www.dcm.in,

Ph: 011-25719967, **Fax:** 011-25765214

EVEN (Remote E-Voting Event Number)	USER ID	PASSWORD / PIN
	2	

Note: Please read instructions given at Note Nos. 17 to 21 of the Notice of the 127th Annual General Meeting carefully before voting electronically.