



**Form No. MGT-12  
POLLING PAPER (BALLOT FORM)**

*[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies  
(Management and Administration) Rules, 2014]*

**Name of the Company:** Bright Brothers Limited

**Registered office:** 610-611, Nirman Kendra, Famous Studio Lane, Dr. E'Moses Road, Mahalaxmi, Mumbai – 400011.

**CIN:** L25209MH1946PLC005056.

Sr. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No. (Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity

I hereby exercise my vote in respect of Ordinary/Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Item No.	Description of Resolution	No. of shares held	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
<b>Ordinary Resolution</b>				
1.	To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2018 including the Audited Balance Sheet as at that date and the Statement of Profit & Loss for the year ended 31st March, 2018 together with the Report of the Board of Directors and the Auditor's Report thereon.			
2.	To declare a dividend on Equity shares for the financial year 2017-18.			
3.	To re-appoint a director in place of Mr. Suresh Bhojwani (DIN: 00032966), who retires by rotation, and being eligible, offers himself for re-appointment.			
<b>Special Resolution</b>				
4.	To approve payment of remuneration to Cost Auditors for the financial year 2018-19.			
5.	To approve continuation of appointment of Mr. K. P. Rao (DIN: 00027577), Dr. T. S. Sethurathnam (DIN: 00042704) and Mr. Byram Jeejeebhoy (DIN: 00033204) as Independent Directors as per Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.			

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 71st Annual General Meeting of the Company to be held on the Saturday, 22nd September, 2018 at 3.00 p.m. at M. C. Ghia Hall, 2nd Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Behind Prince of Wales Museum, Kala Ghoda, Fort, Mumbai – 400001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Description of Resolutions	For	Against
1.	To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2018 including the Audited Balance Sheet as at that date and the Profit and Loss for the year ended 31st March, 2018 together with the Report of the Board of Directors and the Auditor's Report thereon.		
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Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018.

\_\_\_\_\_  
Signature of Shareholder

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

Affix  
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.**

Place : 22nd September, 2018

Date : Mumbai

\_\_\_\_\_  
Signature of the Shareholder/Authorized Representative

**Notes:** Please read the instructions carefully before exercising your vote.

P.T.O.

## INSTRUCTIONS

**Notes:**

1. This Ballot Form is provided for the benefit of Members who do not have access to remote e-voting facility, to enable them to send their assent or dissent by post.
2. **A Member can opt for only one mode of voting i.e. either by post or through remote e-voting. If a Member casts votes by both modes then voting done through e-voting shall prevail and a physical ballot form of that Member shall be treated as invalid.**

The right of voting shall not be exercised by a Proxy.

3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of Annual General Meeting.
4. The Scrutinizer will collate the votes downloaded from the e-voting system, votes received through post and voting by poll conducted at the meeting to declare the final result for each of the Resolutions forming part of the Notice of Annual General Meeting.

**Process and manner for Members opting to vote by using the Physical Ballot Form:**

1. Please complete and sign the Ballot Form (no other form or photocopy thereof is permitted) and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Abhishek Prakash, Practicing Company Secretary, not later than the close of working hours (17.00 hours) on 21<sup>st</sup> September, 2018. Ballot Forms received after 21<sup>st</sup> September, 2018 will be strictly treated as if the reply from the Members has not been received.
2. The Form should be signed by the Member as per the specimen signature registered with the Company/Depository Participants. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. There will be one Form for every Folio/Client ID irrespective of the number of joint holders. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA or enclosing an attested copy of the POA.
3. For shares held by companies, bodies corporate, trusts, societies, etc. the duly completed Form should be accompanied by a certified true copy of the Board Resolution/Authorization together with attested specimen signature(s) of the duly authorized signatory(ies).
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided for the same.
5. The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on 14<sup>th</sup> September, 2018 ("Cut Off Date") as per the Register of Members of the Company and as informed to the Company by the Depositories in case of Beneficial Owners.
7. A Member may request for a duplicate Ballot Form, if required. However, the duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date specified at Sr. No.1 above.
8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or the number of votes or as to whether the votes are in favour or against or if the signature cannot be verified.
9. The Scrutinizer's decision on the validity of a Ballot Form shall be final.
10. Members are requested not to send any other paper in the envelop along with the Ballot Form as all such envelopes will be sent to the Scrutinizer and any other paper found in such envelope would be destroyed. Members are also requested not to write anything on the Ballot Form except giving their assent or dissent and putting their signature.
11. The results of the voting shall be declared after the Annual General Meeting of the Company. The Results declared, along with the Scrutinizer's Report, shall be published in newspapers, placed on the Company's website [www.brightbrothers.co.in](http://www.brightbrothers.co.in) and communicated to the Stock Exchanges where the Company is listed, viz. BSE Ltd.
12. Members may address any query to Company Secretary of the Company by sending the same to the Registered Office of the Company or by e-mail to [invcom@brightbrothers.co.in](mailto:invcom@brightbrothers.co.in).



## BRIGHT BROTHERS LIMITED

CIN: L25209MH1946PLC005056

Registered Office : 610-611, Nirman Kendra, Famous Studio Lane, Dr. E'Moses Road, Mahalaxmi, Mumbai – 400011.  
• Tel.: 91 22 24905324 • E-mail: [invcom@brightbrothers.co.in](mailto:invcom@brightbrothers.co.in) • Website: [www.brightbrothers.co.in](http://www.brightbrothers.co.in)

### ATTENDANCE SLIP

**71<sup>st</sup> ANNUAL GENERAL MEETING, Saturday, 22nd September, 2018 At 3.00 p.m.** at M. C. Ghia Hall, 2nd Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Behind Prince Of Wales Museum, Kala Ghoda, Fort, Mumbai- 400001.

Folio No. :

DP ID No. :

Client ID No. :

No. of Shares held :

I hereby accord my presence

Name and Address of the Member/the Proxy	Signature of the Member or the Proxy

1. Only Member/Proxy holder can attend the Meeting.
2. Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Member/Proxy holder are requested to bring their copy of the Annual Report for reference at the Meeting.



## BRIGHT BROTHERS LIMITED

CIN: L25209MH1946PLC005056

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• Tel.: 91 22 24905324 • E-mail: [invcom@brightbrothers.co.in](mailto:invcom@brightbrothers.co.in) • Website: [www.brightbrothers.co.in](http://www.brightbrothers.co.in)

### PROXY FORM

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

Name of the Company : Bright Brothers Limited  
 CIN : L25209MH1946PLC005056  
 Registered address : 610-611, Nirman Kendra, Famous Studio Lane, Dr. E'Moses Road, Mahalaxmi, Mumbai – 400011.  
 Name of the member(s) : \_\_\_\_\_  
 Registered address : \_\_\_\_\_  
 E-mail ID : \_\_\_\_\_  
 Folio No./Client ID : \_\_\_\_\_  
 DP ID : \_\_\_\_\_  
 I/We, being the member(s) of the above named company holding \_\_\_\_\_ shares, hereby appoint:  
 1. Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail ID: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him  
 2. Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail ID: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him  
 3. Name: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 E-mail ID: \_\_\_\_\_ Signature: \_\_\_\_\_