

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



STERLING TOOLS LIMITED

CIN No.: L29222DL1979PLC009668

Regd. Office : K-40, Connaught Circus, New Delhi-110001

Corporate Office : Plot No. 4, D L F Industrial Estate, Faridabad-121003

E-mail : sterling@stlfasteners.com, Website : www.stlfasteners.com

Tel : 91 129 2270621-25 / Fax : 91 129 2277359

Name of the member(s) :
Registered address :
E Mail Id:
Folio No. / *Client ID:
*DP ID:

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

- 1) Name: _____ E Mail: _____
Address: _____
Signature _____, Or failing him / her
- 2) Name: _____ E Mail: _____
Address: _____
Signature _____, Or failing him / her
- 3) Name: _____ E Mail: _____
Address: _____
Signature _____

and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company to be held on Tuesday, the 2nd day of September, 2014 at 9:30 A.M. at Lakshmi Pat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional*	
		For	Against
Ordinary Business			
1.	Adoption of Annual Accounts of Sterling Tools Limited as on 31 st March, 2014 (Ordinary Resolution)		
2.	Declaration of Final Dividend payable to Members (Ordinary Resolution)		
3.	Re-appointment of Retiring Director (Ordinary Resolution)		
4.	Appointment of Statutory Auditors of Sterling Tools Limited for Financial Year 2014-2015 (Ordinary Resolution)		
Special Business			
5.	Appointment of Dr. T. N. Kapoor as Non rotational Independent Director in compliance of the Companies Act, 2013 (Special Resolution)		
6.	Appointment of Shri C. R. Sharma as Non rotational Independent Director in compliance of the Companies Act, 2013 (Special Resolution)		
7.	Alteration of Articles of Association of the Company (Special Resolution)		
8.	To approve the remuneration of the Cost Auditors for the Financial Year Ending 31 st March, 2015 (Ordinary Resolution)		
9.	Re-appointment and payment of remuneration to Shri M. L. Aggarwal, Chairman of the Company (Special Resolution)		
10.	Re-appointment and payment of remuneration to Shri Anil Aggarwal, Managing Director of the Company (Special Resolution)		
11.	Re-appointment and payment of remuneration to Shri Atul Aggarwal, Whole Time Director of the Company (Special Resolution)		

* Applicable for investors holding shares in electronic form

Signed this day of 2014.

Signature of the Member Signature of the Proxy Holder(s)

Affix Re. 1/- Revenue Stamp

NOTE :

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered office at K-40, Connaught Circus, New Delhi-110001 / Corporate Office of the Company at Plot No. 4, D L F Industrial Estate, Faridabad-121003, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 35th Annual General Meeting.
- *3. It is optional to put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she thinks appropriate.
4. Please complete all details including detail of member(s) in above box before submission.

