



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

ASSENT / DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1. Name(s) & Registered Address :
of the sole / first named
Member
2. Name(s) of the :
Joint-Holder(s),
if any
3. i) Registered Folio No. :
ii) *DP ID No. & Client ID No.
[*Applicable to Members
holding shares in
dematerialised form]
4. Number of Share(s) held :
5. I / We hereby exercise my / our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting dated August 4, 2014, by conveying my / our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

RESOLUTIONS		No. of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
Ordinary Business				
1	Adoption of Financial Statements for the financial year ended March 31, 2014 and Reports of Board of Directors and Auditors thereon			
2	Declaration of final dividend for the financial year ended March 31, 2014 and confirmation of the payment of interim dividend made during the financial year ended March 31, 2014			
3	Appointment of a director in place of Prof. Joginder Singh Sodhi, who retires by rotation and being eligible, offers himself for re- appointment			
4	Appointment of M/s A. F. Ferguson & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.			
Special Business				
5	Appointment of Mr. Bipin Maira as an Independent Director of the Company			
6	Appointment of Prof. Sudhir Kumar Jain as an Independent Director of the Company			
7	Appointment of Mr. Ravi Vira Gupta as an Independent Director of the Company			
8	Appointment of Dr. Meenakshi Nayar as an Independent Director of the Company			
9	Approval of the Remuneration of the Cost Auditors			
10	Amendment of Articles of Association of the Company			
11	Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company			

Place :

Date :

Signature of the Member
or
Authorised Representative

- Notes :
- (i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
 - (ii) Last date for receipt of Assent/Dissent Form by the Scrutinizer: July 31, 2014 (6.00 pm).
 - (iii) Please read the instructions printed overleaf carefully before exercising your vote.



P.T.O

INSTRUCTIONS

General Instructions

1. As per the Companies Act, 2013, Company has to provide e-voting facility to its shareholders, however the shareholders, who do not have access to e-voting facility may convey their Assent / Dissent in Physical Assent / Dissent Form. If a shareholder has opted for e-voting, then he/she should not vote by Physical Assent / Dissent Form. However, in case Shareholders cast their vote through both physical assent/dissent form and e-voting, then vote casted through e-voting shall be considered, and vote casted through physical assent/dissent shall be treated as invalid.
2. The notice of Annual General Meeting is dispatched/e-mailed to the members whose names appear on the Register of Members as on June 20, 2014 and voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders as on the said date.

Instructions for voting physically on Assent / Dissent Form

1. A Member desiring to exercise vote by Assent / Dissent should complete this Assent / Dissent Form and send it in the enclosed self addressed pre-paid postage envelope so as to reach the Scrutinizer, Mr. D.P. Gupta, Practicing Company Secretary, at the registered office of the Company on or before 6.00 p.m. on July 31, 2014. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered 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.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.), the completed Assent / Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
4. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (√) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent / Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent / Dissent form except giving their assent or dissent and putting their signature.
8. The Scrutinizer's decision on the validity of the Assent / Dissent Form will be final and binding.
9. Incomplete, unsigned or incorrectly ticked Assent / Dissent Forms will be rejected.