



Optiemus Infracom Limited

Reg. Office : K-20, 2nd Floor, Lajpat Nagar Part-II, New Delhi - 110 024

Ph. No.: 011-2984 0905, Fax : 011-2984 0908

Corporate Office: Plot No. 2A, First Floor, Wing-A, Sector 126, Noida, U.P – 201 301

Ph No. : 0120-6721900

Website: www.optiemus.com, E-mail: info@optiemus.com

CIN: L64200DL1993PLC054086

ATTENDANCE SLIP

(To be signed and handed over at the entrance of the meeting venue)

Full Name of the Shareholder(s)	
Joint holder Name	
Shareholder Address	
Folio No/Client ID/DP ID	
No. of Shares Held	
Name of the Proxy*	

*(To be filled-in if the Proxy Form has been duly deposited with the Company)

I hereby record my presence at the **TWENTY FOURTH ANNUAL GENERAL MEETING** of the Company on Friday, December 8, 2017 at 11:00 a.m. at Ghalib Institute, Seminar Hall, Aiwan-e-Ghalib Marg, Mata Sundri Lane, ITO, New Delhi-110 002.

.....
Member's/Proxy's Signature

Note:

- Shareholders/Proxies who come to attend the meeting are requested to bring their copies of the Annual Report and Attendance Slip with them.
- —**No Attendance slip will be distributed at the venue.**

The Electronic Voting Particulars are as follows:

EVSN (E-VOTING SEQUENCE NUMBER)	USER ID	PASSWORD/ SEQUENCE NUMBER
171113002		

PROXY FORM

Form No. MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Amendment Rules, 2015]

CIN : L64200DL1993PLC054086
Name of the Company : OPTIEMUS INFRACOM LIMITED
Registered Office : K-20, Second Floor, Lajpat Nagar, Part-2, New Delhi- 110024
Name of the member (s) :
Registered Address :
E-mail-Id :
Folio No/Client ID/DP ID :

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

- (1) Name: E-mail Id:
Address:
..... Signature: or failing him
- (2) Name: E-mail Id:
Address:
..... Signature: or failing him
- (3) Name: E-mail Id:
Address:
..... Signature: or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **TWENTY FOURTH** Annual General Meeting of the company, to be held on Friday, December 8, 2017 at 11.00 a.m. at Ghalib Institute, Seminar Hall, Aiwan-e-Ghalib Marg, Mata Sundri Lane, ITO, New Delhi-110 002 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the year ended on 31st March, 2017 including audited Balance Sheet and the Report of Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Ashok Gupta (DIN: 00277434), Director who retires by rotation and is eligible for re-appointment as Executive Director.
3. To appoint M/s Mukesh Raj & Co., Chartered Accountants, as Statutory Auditors and fixation of Remuneration.
4. To consider and approve the scheme of Arrangement for amalgamation of MPS Telecom Private Limited ("Transferor Company-1") and Oneworld Teleservices Private Limited ("Transferor Company-2") with Optiemus Infracom Limited ("Transferee Company") and with their respective shareholders and creditors under Section 233 of the Companies Act, 2013.

5. To approve the waiver of the recovery of remuneration of Mr. Ashok Gupta (DIN: 00277434), Executive Chairman of the company
6. To approve the waiver of the recovery of remuneration of Mr. Hardip Singh (DIN: 01071395), Whole Time Director of the company
7. To approve the waiver of the recovery of remuneration of Mr. Ravinder Zutshi (DIN: 00520290), erstwhile Managing Director of the company

Signed this day of 2017

Affix
revenue
stamp
of ₹ 1

.....
Signature of Shareholder

.....
Signature of Proxy holder(s)

Note:

1. **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.**