



**FORM NO.MGT-11
PROXY FORM**

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

Name of the shareholder(s)			
Registered Address			
Email ID			
Folio No./Client ID		DP ID	

I/We, being the holder (s) of equity shares of the above named company, hereby appoint

1. Name: _____
Address: _____
E-mail Address: _____ or failing him
Signature: _____

2. Name: _____
Address: _____
E-mail Address: _____ or failing him
Signature: _____

3. Name: _____
Address: _____
E-mail Address: _____ Signature _____

as my/our Proxy to attend and vote (on a Poll) for me/us and on my/our behalf at the meeting of the Equity Shareholders, convened pursuant to the direction of the Hon'ble National Company Law Tribunal, New Delhi Bench to be held at 2nd Floor, Red Fort Capital, Parsvnath Tower, Bhai Veer Singh Marg, Near Gole Market, New Delhi – 110 001 on Sunday, September 16, 2018 at 11:00 am, for the purpose of considering and approving the Scheme of Amalgamation as detailed in the Notice of the Meeting and at any adjournment or adjournments thereof and to vote, for me/us and in my/our name(s)

(here, if for, insert 'FOR', or if against, insert 'AGAINST') in respect of the following resolution as my/our proxy:

S. No.	Resolution	FOR	AGAINST
1.	Approval of the Arrangement embodied in the Scheme of Amalgamation between Accelyst Solutions Private Limited ("Transferor Company") and Freecharge Payment Technologies Private Limited ("Transferee Company").		

Signed this _____ day of _____ 2018

Affix
1/-
Revenue
Stamp

Signature of the member

Signature of Proxyholder(s)

Notes:

- This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at not later than 48 (Forty-Eight) hours before the commencement of the Meeting.**
- A Proxy need not be a member of the Company.
- For the Resolution, Explanatory Statement and Notes, please refer to the Notice of the Meeting of the Equity Shareholders of the Company.

Principal Office: DLF Cyber Greens, 16th Floor, Tower- C, DLF Cyber City, DLF Phase III, Gurugram, Haryana- 122002, India.

Registered Office: 2nd Floor, Red Fort Capital Parsvnath Tower, Bhai Veer Singh Marg, Near Gole Market,

New Delhi- 110001 Tel : +91-11-47396600 CIN: U74140DL2015PTC275419 (Subsidiary of Axis Bank Limited)

