INGERSOLL-RAND (INDIA) LIMITED

CIN : L05190KA1921PLC036321
Registered Office : Plot No. 35, KIADB Industrial Area, Bidadi, Bangalore – 562 109, India
Tel. : 080- 2216 6000 **Fax :** 080-2728 7482 **Website :** www.ingersollrand.co.in

POSTAL BALLOT FORM

1. Name & Registered Address of the sole/first named shareholder :

2. Name(s) of the joint holder(s) (if any) :

3. Registered Folio No./ DP ID No./ Client ID No.* *(Applicable to investors holding shares in dematerialized form) :

4. Numbers of share(s) held :

5. E-voting Event Number (EVEN) :

6. User ID :

7. Password :

8. I/We, hereby exercise my/our vote(s) in respect of the under mentioned resolutions to be passed through Postal Ballot as stated in the Postal Ballot Notice dated November 5, 2015, by conveying my/our assent or dissent to the said resolutions by placing the tick(✓) mark in the appropriate box below :-

Resolution No.	Resolution	No. of Shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Ordinary resolution granting approval to enter into Related Party Transactions with Ingersoll Rand Company, USA as detailed in Postal Ballot Notice dated November 5, 2015 read together with the explanatory statement annexed to the notice.			
2	Ordinary resolution granting approval to enter into Related Party Transactions with Ingersoll Rand International Limited, Ireland as detailed in Postal Ballot Notice dated November 5, 2015 read together with the explanatory statement annexed to the notice.			

Place:

Date:

Signature of the Shareholder(s)

Notes :

(i) If the voting rights are exercised electronically, there is no need to use this from.

(ii) Please read carefully the instructions printed overleaf before exercising your vote.

P.T.O

INSTRUCTIONS

I This Ballot Form is provided for the benefit of Members who do not have access to e–voting facility.

ii. A member can opt for only one mode of voting i.e. either through e–voting or by Ballot. If a Member casts votes by both modes, then voting done through e–voting shall prevail and physical Ballot shall be treated as invalid.

iii For detailed instructions on e–Voting, please refer to the notes appended to the Postal Ballot Notice dated November 5, 2015.

iv. The Scrutinizer will collate the votes downloaded from the e–voting system and votes received through post to declare the final result for each of the Resolutions forming part of the Notice dated November 5, 2015.

PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING USING THE PHYSICAL BALLOT FORM ARE AS UNDER:

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. For this purpose, a self–addressed prepaid business reply envelope is enclosed and postage will be paid by the Company, if posted in India. Ballot Forms deposited in person or sent by post or courier at the expense of the member will also be accepted.
2. The Ballot Form should be signed by the Member as per specimen signature registered with the Company/Depositories. In case, shares are jointly held, this Form should be completed and signed by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Ballot mentioning the registration No. of the POA registered with the Company or enclosing an attested copy of POA. The exercise of vote by Ballot is not permitted through proxy.
3. In case of shares held by companies, trusts, societies, etc., the duly completed Ballot form should be accompanied by a certified copy of the Board Resolution/Authority and preferably with attested specimen signature(s) of the duly authorized signatory(ies) giving requisite authority to the person voting on the Ballot Form.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot.
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 13th November, 2015 ("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.
6. Duly completed Ballot Form should reach the Scrutinizer not later than the close of working hours (5.00 p.m. IST) on 23rd December, 2015. Ballot Forms received after that date will be strictly treated as if reply from such member has not been received. The Members are requested to send the duly completed Ballot Forms well before 23rd December, 2015 (5:00 p.m IST) providing sufficient time for postal transit.
7. A Member may request for a duplicate Ballot form, if so required. However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified in serial no. 6 above.
8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Form will be rejected.
9. The Scrutinizer's decision on the validity of a Ballot Form or any other related matter shall be final.
10. The results of the voting shall be declared on 28th December, 2015 at the Registered Office of the Company. The results will also be displayed on the website of the Company and communicated to the Stock Exchanges where the equity share of the Company is listed, viz. The Bombay Stock Exchange Limited, The National Stock Exchange of India Limited and The Ahmedabad Stock Exchange.