NAHAR INDUSTRIAL ENTERPRISES LIMITED

Registered Office: Focal Point, Ludhiana-141010, Punjab
Phone: 0161-2672590 and 2672591; Fax: 0161-2674072
CIN: L15143PB1983PLC018321
Email: share@owmnahar.com Website: www.owmnahar.com

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE is hereby given to the shareholders of Nahar Industrial Enterprises Limited (hereinafter referred to as "the Company") pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 to seek their approval by way of postal ballot and/or e-voting in respect of resolutions contained in Special Business given hereinafter. The explanatory statement, pursuant to Section 102 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 setting out all material facts pertaining to the proposals and the reasons thereof, along with Postal Ballot Form are annexed herewith.

The Board of Directors has appointed M/s. P.S. Bathla & Associates, Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. Members are requested to read the instructions carefully before filling the Form and return the Form duly completed in the attached self-addressed, pre-paid postage envelope so as to reach the Scrutinizer by not later than the close of working hours at 6.00 pm on 27.03.2015, the last date for the receipt of the completed Postal Ballot Forms. Please note that the Postal Ballot Form(s) received after the said date will be treated as if reply from the member has not been received in terms of the Rule. The Company is providing e-voting facility for the Postal Ballot as an alternate, which would enable the members to cast their votes electronically, instead of casting their votes and dispatching Postal Ballot forms physically. The result of the Postal Ballots shall be declared at the registered office of the Company and shall also be placed, alongwith the scrutinizer report, on the Company's website at www.owmnahar.com besides communicated to the BSE Limited and the National Stock Exchange of India Limited where the equity shares of the Company are listed. The resolution(s), if approved, will be taken as passed effectively on the date of declaration of the result i.e. 30.03.2015.

SPECIAL BUSINESS

1. To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to section 4 and 13 of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted from time to time) and subject to necessary approval(s) of the statutory authority(ies), if any required in this behalf, the approval of the Company be and is hereby given for effecting the following amendments in Clause III of the existing Memorandum of Association, dealing with the objects of the Company:-

(i) Shifting of existing sub-clause no. 21 and 42 of Clause III (C) i.e. Other objects to Clause III (A) i.e. Main Objects and be re-numbered as sub-clauses 5 and 6 forming part of Clause III (A) of the Main Objects as under:

5 To carry on the business of processors, combers, spinners, weavers, knitters, manufacturers, dyers, bleachers, finishers, laminators, balers and pressers of any fibrous or textile material whether an agricultural or animal or natural products or its by-products or chemical or synthetic fibre and more specially jute, hemp, silk, cotton, wool, mesta, nylon, terene, terylene, staple fibre or other synthetic fibre and to manufacture and product from such raw material or textile material and to carry on the business of buyers, sellers and dealers of all such raw or processed or semi processed materials and to transact all manufacturing, cutting and preparing, process and mercantile business that may be beneficial to the said business.

6 To carry on all or any of the business of manufacturer, importer, exporter, distributor and dealer in all types and grades of sugar and its allied products and by-products such as molasses, baggase, alcohol and other chemicals extracted from sugar and its allied products and by-products.

(ii) Insertion of new sub-clause numbered as sub-Clause 7 in Clause III (A) of Main Objects:

7 To set up Distilleries, Breweries and Wineries, to carry on all or any of the business of manufacturer, importer, exporter, distributor and dealer in all types and grades of alcohol and its allied products and by-products such as ena, ethanol, industrial alcohol, technical alcohol, fusel oil, carbon dioxide, cattle feed, DDGS, various grains, liquor bottling, packaging materials for liquor, and other chemicals extracted/ manufactured from alcohol and its allied products and by-product.

(iii) The existing Clause III (B) "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS" be substituted by the new sub-heading i.e. "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A)" with existing objects appearing under sub clauses 1 to 30 thereof.

(iv) The existing Sub-clauses 1 to 43 (except sub-clauses no. 21 & 42) as appearing under the existing Clause III(C) i.e. "OTHER OBJECTS", be shifted under the new Clause III (B) i.e. "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A)" vide creation of new sub-clauses no. 31 to 71. The existing Clause III(C) i.e. "OTHER OBJECTS" be deleted.

(v) a) Under the existing Clause III(B) "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS", existing Sections 58A, 292 and 293 of Companies Act, 1956 shall be replaced with the corresponding Sections of Companies Act, 2013, i.e. Sections 73-76, 179 and 180 in Sub-clause 13.

b) The word "Subject to the provisions of the Companies Act, 1956" shall be replaced with "subject to the provisions of Companies Act, 2013" in sub-clause 20 under the existing Clause III(B) "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS".

c) The word "Section 370 of the Companies Act, 1956" shall be substituted with "Provisions of Companies Act, 2013" in sub-clause 37 under the existing Clause III(C) "OTHER OBJECTS".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

2. To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to section 4 and 13 and other applicable provisions of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted from time to time) and subject to the necessary approval of the statutory authority(ies), if any required in this behalf, the approval of the Company be and is hereby given for effecting the following amendments in Clause IV of the existing Memorandum of Association, by replacing the existing Clause IV with the following new Clause IV:-

IV. The liability of members is limited and this liability is limited to the amount unpaid, if any, on shares held by them.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

3. To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to section 4 and 13 and other applicable provisions of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted from time to time) and subject to the necessary approval of the statutory authority(ies), if any required in this behalf, the approval of the Company be and is hereby given for effecting the following amendments in Clause V of the existing Memorandum of Association:-

V. The words "Companies Act, 1956" in the existing Memorandum of Association shall be substituted with the words "Companies Act, 2013"

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

4. To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to section 14 and other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft regulations contained in the Articles of Association be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

5. To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (including any amendment, modification or re-enactment thereof), consent and approval of the Company be and is hereby accorded to the Board of Directors to enter into an Agreement/Contracts/Transaction with Related Parties namely Nahar Spinning Mills Ltd., Oswal Woollen Mills Ltd., Cotton County Retail Ltd., Monte Carlo Fashions Ltd. and Vanaik Spinning Mills Ltd. for sale and purchase of yarn, fabrics, garments and job work etc. for a period of three years w.e.f. 1st April, 2014 which may be renewed with the mutual consent of the parties."

"RESOLVED FURTHER THAT any acts/transactions done with the said parties after 1st April, 2014 and up to the date of passing of this resolution are hereby approved and ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

By Order of the Board of Directors
For Nahar Industrial Enterprises Limited

Sd/-
Mukesh Sood
(Company Secretary)

Place : Ludhiana
Date : 14.02.2015

Notes:

1. Statement and reasons for the proposed resolutions stated hereinabove, pursuant to Section 102 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 is annexed hereto and forms part of the notice.
2. The company has appointed M/s. P.S. Bathla & Associates, Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
3. The votes should be cast either in favour of or against by putting the tick mark (√) in the column provided for assent or dissent. Postal Ballot Forms bearing tick mark in both the columns will render the form invalid.
4. The Notice is being sent to all the Members, whose names appear in the Register of Members or Register of Beneficial owners as provided by NSDL and CDSL as on 14.02.2015.

   Voting through electronic means:

   I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company is pleased to offer e-voting facility as an alternative, to all the shareholders of the Company. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the shareholders to cast their votes electronically. E-voting is optional.

   II. The Notice is being sent by E-mail to those members who have registered their E-mail address with the Company/Depository Participants. Members who have not registered their E-mail address will receive this notice along with Postal Ballot Form through permitted mode.

   III. The instructions for shareholders voting electronically are as under:

      (i) The voting period begins on 26.02.2015 (9.00 a.m. onwards) and ends on 27.03.2015 (6.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 14.02.2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

      (ii) The shareholders should log on to the e-voting website www.evotingindia.com.

      (iii) Click on "Shareholders".

      (iv) Now Enter your User ID

         a. For CDSL: 16 digits beneficiary ID,

         b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

         c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

      (v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form.

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (SQN) (given where shareholder's address is printed on envelope) in the PAN field. • In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instructions (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN 150217003 for the relevant NAHAR INDUSTRIAL ENTERPRISES LIMITED on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non-individual Shareholders and Custodian:-

- Non-individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

IV. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 14.02.2015.

V. A copy of this notice has been placed on the website of the Company and the website of CDSL.

VI. M/s. P.S. Bathla & Associates, Practicing Company Secretaries (Membership No. FCS-4391) has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

VII. The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Company.

VIII. The ballot form is provided for the benefit of members who do not have access to e-voting facility.

IX. A member can opt for only one mode of voting i.e. either through e-voting or by Ballot Form. If a member votes by both modes, then voting done through e-voting shall prevail and Ballot Form shall be treated as Invalid.

X. 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 Postal Ballot Notice.

XI. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.owmnahar.com and on the website of CDSL within two days and communicate to BSE Limited and National Stock Exchange of India Limited.

Explanatory Statement for the proposed resolutions accompanying the notice dated 14.02.2015 pursuant to section 102 read with section 110 of the Companies Act, 2013

Item No. 1

As per the relevant provisions of the Companies Act, 2013 the object clause of a company is required to state the objects for which the company is incorporated and any matter considered necessary in furtherance thereof. Accordingly, the Board of Directors has decided to amend the object clause of Memorandum of Association of the Company to the extent relevant, so as to align the same with the requirement of the Companies Act, 2013. The company got the approval of the shareholders under Section 149 (2A) of the Companies Act, 1956 in their meeting held on 26th July, 1985 and 30th September, 1998 respectively and is pursuing the business as envisaged in the sub-clause 21 & 42 forming Clause III (C) - Other objects of Memorandum of Association of the Company. Since some of these activities are the main business of the company as envisaged under these clauses, it is advised that the same be shifted from existing Clause III (C) - Other Objects and insert under the Clause Ill (A) - Main Objects of the Memorandum of Association of the Company.

Further to avail business opportunities, the company is setting up a Distillery Unit with a capacity of two lakh liters (200KL) / per day in the State of Punjab. The Board of directors is of the opinion that this business will help the Company to augment its financial resources which shall prove beneficial to the stakeholders besides the Company itself. Your Board proposes to insert new sub-clause 7 related with business activities as per detailed objects as set out in the resolution under Clause Ill (A) - Main Objects of the Memorandum of Association of the Company.

Under the proposed amendment(s), it is inter-alia proposed to rename the Clause III (B) from "the objects incidental or ancillary to the attainment of the main objects", to "matters which are necessary for furtherance of the main objects", and shift the objects as appearing under the existing Clause 'other objects' to the said new Clause 'matters which are necessary for furtherance of the main objects'. The modification in Memorandum of Association is carried out to remove references to the Companies Act, 1956 and re-numbering of other clauses of Memorandum of Association is a consequential act due to alteration of object clauses of the company.

A copy of the existing and proposed Memorandum of Association would be available for inspection by the members at the registered office of the company during normal business hours on any working day between 2.00 p.m. to 4.00 p.m. excluding Saturday.

The approval of shareholders of the Company is required by way of a special resolution for the proposed alteration(s) in the Object Clause of the Memorandum of Association of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No. 1 of the Notice.

Item No. 2 and 3

In order to comply with the provisions of Section 4 of the Companies Act, 2013, the Company proposes to alter the Liability Clause and Capital Clause of Memorandum of Association under section 13 of the Act. The proposed modification in Memorandum of Association is carried out to give effect to the provisions of the Companies Act, 2013.

The approval of shareholders of the Company is required by way of a special resolution for the proposed alteration(s) in the Memorandum of Association of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No. 2 and 3 of the Notice.

Item No. 4

The existing Articles of Association of the Company, is in accordance with the Companies Act, 1956 and several regulations in the existing Articles of Association contain references to specific sections of the Companies Act, 1956 and some regulations in the existing Articles of Association are no longer in conformity with the new Companies Act, 2013. With the applicability of the most of the sections of the Companies Act, 2013 pursuant to the notifications of Ministry of Corporate Affairs dated September 12, 2013 and March 26, 2014, several regulations of the existing Articles of Association of the Company requires alteration / deletion of several Articles. Hence it is considered expedient to replace the existing Articles of Association by new set of Articles.

The new set of Articles of Association to be substituted in place of existing Articles of Association are based on Table 'F' of the Act which sets out the model Articles of Association for a Company limited by shares. A copy of existing and proposed Articles of Association would be available for inspection by the members at the registered office of the company during normal business hours on any working day between 2.00 p.m. to 4.00 p.m. excluding Saturday. The proposed new draft Articles of Association is being uploaded on the Company's website i.e. www.owmnahar.com, for perusal by the shareholders.

The approval of shareholders of the Company is required by way of a special resolution for the proposed alteration(s) in the Articles of Association of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No. 4 of the Notice.

Item No. 5

Nahar Spinning Mills Ltd., Oswal Woollen Mills Ltd., Cotton County Retail Ltd., Monte Carlo Fashions Ltd. and Vanaik Spinning Mills Ltd. are Related Parties as per Section 2(76) and Section 188 of the Companies Act, 2013. These companies regularly buy / sell yarns and fabrics from/to the Company. All these transactions are entered with the above said companies in the ordinary course of business and are on Arm's length price. As per Clause 49 of the Listing Agreement shareholder's approval is also required by way of Special Resolution for all material Related Party Transactions.

Your directors recommend the resolution as a Special Resolution for your approval under the Companies Act, 2013 for entering into an Agreement / Contract / Transaction with Related Parties as set out in the resolution.

Sh. Jawahar Lal Oswal, Chairman, Sh. Kamal Oswal, Vice Chairman-cum-Managing Director and Sh. Dinesh Oswal, Director being the promoters and directors and Sh. Dinesh Gogna, being the common director of the said companies, may be deemed to be concerned / interested in the said resolution. None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No. 5 of the Notice

By Order of the Board of Directors
For Nahar Industrial Enterprises Limited

Sd/-
Mukesh Sood
(Company Secretary)

Place : Ludhiana
Date : 14.02.2015

NAHAR INDUSTRIAL ENTERPRISES LIMITED

Registered Office: Focal Point, Ludhiana-141010, Punjab
Phone: 0161-2672590 and 2672591; Fax: 0161-2674072
CIN: L15143PB1983PLC018321, Email: share@owmnahar.com Website: www.owmnahar.com

POSTAL BALLOT FORM

Sr. No.

1	Name and Registered Address of Sole / First named Shareholder/Member/Beneficial Owner	
2	Name of Joint holder(s), if any	
3	DP ID No. / Client ID No. / Registered Folio No.	
4	Number of Equity Shares held	
5	I/We hereby exercise my/our vote in respect of Special Resolutions to be passed through Postal Ballot for the business stated in the Notice dated 14.02.2015 of the Company by sending my/our assent or dissent to the said Resolutions by placing the tick mark (√) at the appropriate box below:	

Description of the Resolution	Number of Shares for which votes cast	I/we assent to the resolution (For)	I/we dissent to the resolution (Against)
Item No. 1 Special Resolution under Section 4 and 13 of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014, for alteration of Object Clause of the Memorandum of Association of the Company.			
Item No. 2 Special Resolution under Section 4 and 13 of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014, for alteration of Liability clause of the Memorandum of Association of the Company.			
Item No. 3 Special Resolution under Section 4 and 13 of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014, for alteration of Capital clause of the Memorandum of Association of the Company.			
Item No. 4 Special Resolution under Section 14 of the Companies Act, 2013 for adoption of new set of Articles of Association of the Company by replacing all the existing regulations with the new regulations.			
Item No. 5 Special Resolution under Section 188 of the Companies Act, 2013 for entering into Agreement / Contracts / Transaction with related parties.			

Place:
Date: **Signature of the Shareholder/Beneficial Owner**

Note: a) Kindly read the instructions printed overleaf before filling the form.
b) Last date of receipt of Postal Ballot Forms by Scrutinizer is 27.03.2015 (6.00 p.m.)

TEAR HERE

INSTRUCTIONS

1. A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed and pre-paid postage envelope. The envelopes containing the Postal Ballots should reach the Scrutinizer not later than the close of working hours at 6.00 pm on 27.03.2015. All forms received after this date will be treated as if reply from the shareholders has not been received.
2. The voting rights of the members shall be in proportion to their shares in the total paid-up equity share capital of the company as on 14.02.2015.
3. The self-addressed pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
4. This Form should be completed and signed by the Sole / First named Shareholder. In the absence of the First named Shareholder in a joint holding, the Form may be completed and signed by the next named shareholder. (However, where the Form is sent separately by the First named Shareholder and Joint Holder(s), the vote of First named Shareholder would be valid).
5. There will be One Postal Ballot Form for every Folio irrespective of the number of joint shareholder(s).
6. In case of shares held by companies, trusts etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authority, with signatures of Authorized Signatories.
7. Members are requested not to send any other matter along with Postal Ballot Form in the enclosed self-addressed postage prepaid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
8. Incomplete, unsigned or incorrectly filled Postal Ballot Forms are subject to rejection by the Scrutinizer.
9. The votes should be cast either in favour of or against by putting the (√) in the column provided for assent or dissent. Postal Ballot Forms bearing tick mark in both columns will render the Form incorrect and votes contained therein invalid.