

**NEO CORP INTERNATIONAL LIMITED****Regd Office:-** 220, Mahavir Industrial Estate, Opposite Mahakali Caves Road, Andheri (E), Mumbai-400093**POSTAL BALLOT FORM****(Please read the instructions printed overleaf carefully before completing this form)****Serial No.**

1.	Name(s) and address of Sole/First named Member, (in Block Letter(s))	
2.	Name(s) of the Joint Member(s), if any	
3.	Registered Folio No./ DP ID/Client ID No.* (*Applicable to the Shareholders holding shares in dematerialized form)	
4.	Number of Shares(s) held	
5.	I/We hereby exercise my/our vote in respect of the following special Resolutions to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated 05.12.2013 , by sending my/our Assent or Dissent to the said Resolutions by placing tick mark (✓) at the appropriate box below:	

Item No.	Brief Description	Number of Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
01	Special Resolution for Alteration of the Main Object of Memorandum of Association of the Company in accordance with the provisions of Section 17 and all other applicable provisions, if any, of the Companies Act, 1956.			
02	Special Resolution for Commencement to carry on new business activities as mentioned in attached special resolution No. 1 of this notice in accordance with the provisions of Section 149(2A) and all other applicable provisions, if any, of the Companies Act, 1956.			

Date :

Place :**(Signature of the Member)****Note :** Last date for Receipt of postal ballot form by the Scrutinizer: 17.01.2014.(please see overleaf for instruction)

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INSTRUCTIONS

1. A member desiring to exercise his/her vote by postal ballot may complete this postal ballot form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Forms, if sent through courier at the expense of the shareholder, will also be accepted.
2. The attached self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
3. The postal ballot form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named shareholder and in his absence, by the next named shareholder. Please note that Postal Ballot shall not be signed by the proxy.
4. The consent must be accorded by recording the assent in the column 'FOR' and dissent in the column 'AGAINST' by placing tick mark (✓) in the appropriate column.
5. Incomplete, unsigned or incorrectly filled postal ballot forms will be rejected. The scrutinizer's decision on the validity of the postal ballot will be final and binding.
6. Duly completed postal ballot form should reach the scrutinizer not later than the close of the working hours on **17.01.2014** Postal ballot forms received after this date will be strictly treated as if reply from the shareholder has not been received.
7. In case of shares held by Companies, trusts, societies etc the duly completed Postal Ballot Form should be accompanied by a Certified Copy of the Board Resolution/ Authority.
8. Voting Rights shall be reckoned on the paid up value of the equity shares registered in the name of the shareholders on the date of dispatch of the Postal Ballot Notice.
9. Members are requested not to send any paper along with the Postal Ballot Form in the enclosed self addressed envelope as the envelope will be sent to the scrutinizer and any extraneous paper found in the envelope would not be acted upon and destroyed by the scrutinizer.
10. A shareholder / beneficiary may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified in Point No. 6 above.
11. The Chairman cum Managing Director and in his absence any person authorized by him will announce the result of the postal ballot at the Corporate Office of the Company at Trivedi Chambers, 2, Maharani Road, Indore, (M.P.) on **21.01.2014 at 4.30 P.M.** The date of declaration of the results of postal ballot will be taken to be the date of passing of the resolution.
12. The result of the postal ballot will also be published in the newspapers within 48 hours of the declaration of the results and will be placed at the website of the Company at **www.neocorp.co.in**.