



PARAMOUNT COMMUNICATIONS LIMITED

CIN: L74899DL1994PLC061295

Registered Office: C-125, Naraina Industrial Area, Phase-1, New Delhi-110028

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POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

1.	Name(s) of Shareholder(s) (In block letters) (Including joint holders, if any)	
2.	Registered address of the sole/first named shareholder	
3.	Registered Folio No. / DP ID No. /Client ID No.* (*For shares held in dematerialized form)	
4.	No. of shares held	

5. I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through postal ballot for the businesses set out in the notice of Postal Ballot dated 08.03.2018 issued by the Company by sending my/our assent /dissent to the said resolutions by placing the tick (✓) mark at the appropriate column below.

Item No.	Description of Resolutions	No. of shares	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1.	Special Resolution for re-appointment of Mr. Sanjay Aggarwal (DIN 00001788) as Whole Time Director (to be designated as Chairman & CEO) for a period of 3 years w.e.f. 01.03.2018 at a remuneration not exceeding Rs. 4,96,000/- per month.			
2.	Special Resolution for re-appointment of Mr. Sandeep Aggarwal (DIN 00002646) as Managing Director for a period of 3 years w.e.f. 01.03.2018 at a remuneration not exceeding Rs. 4,96,000/- per month.			
3.	Special Resolution for amendment to the terms and conditions of the outstanding Foreign Currency Convertible Bonds (FCCBs) of face value aggregating US\$7.50 Million and issue of equity shares thereof.			

Place:

Date:

.....
(Signature of the shareholder)

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other Form or photocopy thereof is permitted) and send to the Scrutinizer, Mr. Abhishek Mittal, Practicing Company Secretary, in the attached pre-paid, self-addressed business reply envelope. However, envelope containing Postal Ballot Form(s), if deposited in person or sent by courier or Registered / Speed Post at the expense of the Shareholder will also be accepted.
2. Members are requested to read **“SHAREHOLDER INSTRUCTIONS FOR E-VOTING”** in the Postal Ballot Notice in case he opts for e-voting.
3. The Scrutinizer will collate the votes downloaded from e-voting system and votes received through physical Postal Ballot to declare the final results for the resolutions placed for voting by the Company and the result will be declared on or before 20th April 2018.
4. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company / Depository Participants). In case of joint-holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder. In case Postal Ballot Form is signed through a Delegatee, a copy of Power of Attorney attested by the Member shall be annexed to the Ballot. The postal Ballot cannot be exercised by a proxy.
5. The consent must be accorded by recording the assent in the Column **“ASSENT”** and dissent in the Column **“DISSENT”** by placing a tick (✓) mark in the appropriate column in the Postal Ballot Form. The ASSENT or DISSENT received in any other form shall not be considered valid.
6. Duly completed Postal Ballot Form should reach the Company not later than Wednesday, 18th April 2018. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received.
7. There will be only one Postal Ballot Form for every Registered Folio / Client ID, irrespective of the number of joint holder(s).
8. In case of Shares held by Companies, Trusts Societies etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution / Authorisation together with the specimen signature(s) of the duly authorized signatories.
9. A Shareholder may request for a duplicate Postal Ballot Form, if so required.
10. Voting rights shall be reckoned on the paid-up value of Shares registered in the name of the Shareholder as on Friday, the 9th March, 2018.
11. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. The Scrutinizer's decision on the validity of the Postal Ballot will be final and binding.
13. Members are requested to fill the Postal Ballot Form in indelible ink and avoid filling it by using erasable medium(s) like Pencil. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.
14. Any query in relation to the Resolution proposed to be passed by Postal Ballot including e-voting may be addressed to Ms. Tannu Sharma- Chief Compliance Officer and Company Secretary, at the registered office of the Company.