AUTOLINE

AUTOLINE INDUSTRIES LTD.

Regd. Office: Survey Nos. 313/314, Nanekarwadi, Chakan,
Tal: - Khed, Dist. - Pune : 410 501, INDIA
☎: +91 2135 664865 / 6, Fax : +91 2135 664864.
Website : www.autolineind.com
CIN-L34300PN1996PLC104510

TÜVRheinland CERTIFIED
ISO/TS 16949:2009
www.tuv.com ID 1101019068

To,

~~The Bombay Stock Exchange Limited,~~
~~Phiroze Jeejeebhoy Towers,~~
~~Dalal Street, Mumbai- 400001~~
~~**General Manager, Listing**~~
~~**Corporate Relations Department**~~
~~**BSE-532797**~~

✓ The National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051
Vice President, Listing
Corporate Relations Department
NSE- AUTOIND

Sub: Postal Ballot Notice

Dear Sirs,

This Notice is being given pursuant to the requirement of Regulation 30 (Schedule III - Part A: Disclosures of Events or Information) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 intimating the issue of Postal Ballot Notice for obtaining approval of the Members of the Company for Alteration of the Object Clause of the Memorandum of Association of the Company. The copy of Notice of Postal Ballot is attached herewith for your record.

The Company has offered remote e-voting facility to its Members in respect of the business to be transacted via postal ballot. The remote e-voting period commenced on April 20, 2017 (09:00 a.m.) and will end on May 19, 2017 (05:00 p.m.). During this period, the Members holding shares either in physical form or in demat form, as on the cut-off date of April 14, 2017, may cast their votes electronically.

Yours truly,
For **Autoline Industries Limited**

AUTOLINE INDUSTRIES LTD. GAT NO. 313/314 CHAKAN PUNE-410501

Ashish Gupta
(Company Secretary & Compliance Officer)
Pune, April 21, 2017

Encl: as mentioned above

AUTOLINE INDUSTRIES LIMITED

CIN-L34300PN1996PLC104510

Registered Office: Survey Nos. 313, 314, 320 to 323 Nanekarwadi, Chakan, Tal: Khed, District Pune-410501

Tel: +91 2135 664865/6; Fax: +91 2135 664864

Website: www.autolineind.com; **Email:** investorservices@autolineind.com

Dear Member(s),

POSTAL BALLOT NOTICE

Notice is hereby given pursuant to clause (a) of sub-section (1) of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), clause 16.1 of Secretarial Standards on General Meeting issued by the Council of the Institute of Company Secretaries of India ("Secretarial Standard - 2") and other applicable provisions of any rules, regulations, guidelines etc. (including any statutory modifications, amendments or re-enactments thereto), for transacting the following business by the members of Autoline Industries Limited ("the Company") to be passed as a special resolution by way of Postal Ballot (which includes voting by electronic means). The Explanatory Statement pertaining to the Special Resolution proposed in this notice setting out all material facts and reasons thereof along with Postal Ballot Form is annexed herewith.

The Board of Directors has appointed Mr. Sunil Nanal, Partner, KANJ & Associates, Practicing Company Secretaries, Pune as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

You are requested to pursue the proposed Special Resolution along with its Explanatory Statement and to carefully read the instructions printed overleaf of the Postal Ballot Form and thereafter send your assent (for) or dissent (against) by filling-up the necessary details and putting your signature at the marked place in the Postal Ballot Form and returning the Form in original duly completed, in the enclosed self-addressed postage pre-paid envelope so as to reach the Scrutinizer not later than close of working hours (5:00 p.m.) on May 19, 2017. Please note that your assent/dissent received after May 19, 2017 would be strictly treated as if a reply from you has not been received.

In compliance with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 and 110 of the Companies Act, 2013 read with Rules, the Company is offering e-voting facility to all its Members as an alternate mode to exercise their right to vote, the details whereof are specified under instructions in note no. 9(B) of this Notice. The Company has engaged Central Depository Services (India) Limited (CDSL) to provide e-voting facilities to the Members.

The e-voting facility will be available at the link www.evotingindia.com starting from 9:00 a.m. on April 20, 2017 until 5:00 p.m. on May 19, 2017.

The Scrutinizer will submit his report to the Chairman or in his absence, to any director authorized by him/Board of the Company, after completion of the scrutiny of physical Postal Ballot Forms and e-voting, and the result of the same will be announced on or before 4:00 p.m. on Saturday, May 20, 2017, at the Registered Office of the Company at Survey Nos. 313, 314, 320 to 323 Nanekarwadi, Chakan, Tal; Khed, Dist. Pune-410501. The result of the Postal Ballot shall also be displayed on the Notice Board at the Registered Office of the Company and also hosted on the Company's website: www.autolineind.com as well as on the website of CDSL i.e., www.cdslindia.com besides being communicated to the Stock Exchanges. The Resolution, if approved, will be taken as effectively passed as on the last date specified by the Company for receipt of duly completed Postal Ballot Forms or e-voting i.e., May 19, 2017, in terms of the provisions of Secretarial Standards-2 and shall be deemed to have been duly passed at a general meeting convened in that behalf.

SPECIAL BUSINESS

ITEM NO. 1: Alteration of the Object Clause of the Memorandum of Association of the Company

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

"**RESOLVED THAT** in accordance with the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to the registration of alteration in object clause by the Registrar of Companies, Pune and such approvals/permissions as may be necessary or required, the consent of the members be and is hereby accorded for alteration of the object clause of the Memorandum of Association of the Company by following manner :-

(a) The heading of Part A of Clause III of the Memorandum of Association be amended by replacing the existing title 'The main objects of the company to be pursued by the company on its incorporation:' with the title 'The objects to be pursued by the Company on its incorporation are:'.

(b) Part A of Clause III of the Memorandum of Association be altered further by adding the following sub clauses as new sub clauses 7 and 8 after the existing sub clause 6 and remaining sub clauses be renumbered accordingly:

7. To carry on the business as builders, developers, contractors, civil, mechanical, architects, engineers, estate agents, decorators, surveyors, advisors and service providers and to apply for purchase or otherwise acquire any rights, contracts, decrease, concessions, for or in relation to the construction, execution, carrying out improvement, administration, or control of all such works and conveniences of all kinds such as sewage, sanitary, water, gas, electronic light, power supply works etc. and to undertake, execute, carry out, dispose of or otherwise turn to account the same and to perform all the functions and undertake all activities connected therewith including rendering consultancy, advisory and liasoning services, obtaining and dealing in all necessary approvals from concerned government and other authorities in relation to the development and construction thereon residential, commercial complex(es), townships, bungalows, business premises and colonies and to create, sell and deal in freehold and leasehold ground rents, and to deal in trade by way of sale, or otherwise with land and any other immovable properties.

8. To purchase, sell any land, plot(s) of land or immovable property or any right or interest therein either singly or jointly or in Partnership with any person(s) or Body corporate or partnership firm and to develop and construct thereon residential and commercial complex(es), townships, bungalows, business premises and colonies either singly or jointly or in partnership/joint venture as aforesaid, comprising offices for sale or self-use or for earning rental income thereon by letting out individual units comprised in such building(s) and to purchase any movable or immovable property and any interest therein including industrial, commercial, residential, farm lands, plots, buildings, houses, apartments, flats or areas within or outside the limits of Municipal Corporation or other local bodies, anywhere within the Domain of India for trading and, to divide the same into suitable plots, and to rent or sell the plots for building/constructing residential houses, bungalows, business premises, and colonies and rent or sell the same and realize cost in lumpsum or easy installments or by hire purchase system or in other appropriate manner and for that purpose to acquire, purchase assets, liabilities, shares of any person, company, firm, corporation engaged in similar business.

(c) The heading of Part B of Clause III of the Memorandum of Association be amended by replacing the existing title "The objects incidental or ancillary to the attainment of the main objects:" with the title "Matters which are necessary for furtherance of the objects specified in Clause III (A) are:"

(d) Part B of Clause III of the Memorandum of Association be altered further by replacing the existing sub-clause 29 (sub clause 31 after renumbering) with the following clause and by adding the new sub-clause 32 after sub-clause 31:

31. To do all such acts, matters and things as may be deemed necessary or incidental or consequential on or conductive to the attainment of the objects of Part (A) and Part (B) or any of them and to do them as principals, agents, contractors, trustees, guarantors or otherwise and by or through trustees agents or otherwise and either alone or in conjunction with others.

32. To undertake Corporate Social Responsibility ("CSR") activities in terms of the provisions of the Companies Act, 2013 and Rules made thereunder or in such other manner as the Company deems fit."

(e) In the existing sub clause 13 (sub clause 15 after renumbering) of Clause III (B) of the Memorandum of Association of the Company, the words 'section 58A ' shall be replaced with 'Section 73-76 of the Companies Act, 2013'.

(f) Part C of Clause III titled "Other Objects" of the Objects Clause in the Memorandum of Association of the Company be deleted entirely.

(g) The words 'Companies Act, 1956' in the existing Memorandum of Association shall be substituted with the words 'Companies Act, 2013', wherever required.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or expedient including filing of this resolution and other documents to the Registrar of Companies to register the alteration in object clause and to delegate all or any of the power conferred herein to any committee of directors and /or any director(s)/ officer(s)/ authorised representative(s) of the Company without being required to seek any further consent or approval of the Company or otherwise to the end and intent that they shall be deemed to have been given all necessary approval thereto expressly by the authority of this resolution."

By Order of the Board of Directors of
Autoline Industries Limited

Sd/-
Ashish Gupta
Company Secretary

Pune, February 11, 2017
Registered Office:
Survey No. 313, 314, 320 to 323 Nanekarwadi,
Chakan, Taluka- Khed, District- Pune 410501
CIN: L34300PN1996PLC104510
E-mail: investorservices@autolineind.com

NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed hereto as **ANNEXURE - 1**.
2. This Postal Ballot Notice is being sent to all the Shareholders, whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) as on the cut-off date fixed for dispatching the Notice i.e. April 14, 2017. The voting rights of the Members shall be in proportion to their shares in the total paid-up equity shares capital of the Company as on April 14, 2017.
3. This Postal Ballot Notice along with Form is being sent by e-mail to those Members who have registered their e-mail address with the Company/share transfer agent of the Company (in respect of shares held in physical form) or with their Depository Participants (DPs) (in respect of shares held in electronic form) and made available to the

Company by the DPs. Members who have not registered their e-mail address will receive this Postal Ballot Notice along with Form through courier / registered post.

4. In compliance with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Sections 108, 110 and other applicable provisions of the Companies Act, 2013 including rules made thereunder, if any, the Company is pleased to offer the option of e-voting facility to all the Members of the Company. For this purpose, the Company has availed the said facility from CDSL for facilitating e-voting to enable the Members to cast their votes electronically instead of physical mode.
5. Please note that e-voting is optional. Kindly note that the Members can opt for only one mode of voting i.e., either by physical form or e-voting. If the Members opt for e-voting, then they should not vote through physical form and vice versa. However, in case Members cast their vote through physical form as well as e-voting, then voting done through e-voting shall be considered and voting done through physical form will be ignored by the scrutinizer.
6. The Postal Ballot Notice along with Postal Ballot Form shall be uploaded on the Company's website viz., www.autolineind.com and on the website of CDSL viz., www.cdslindia.com.
7. All documents referred to in this Notice and Explanatory Statement are open for inspection at the Registered Office of the Company during 10:00 a.m. to 1:00 p.m. on all working days upto May 19, 2017.
8. Members who have not received the postal ballot form or who have misplaced the postal ballot form may request for duplicate Postal ballot form or for any queries/grievances connected with voting through postal ballot may write to the Company Secretary at the Registered office address of the Company or send an e-mail at investorservices@autolineind.com or contact on phone No.: 02135-664857.

9. Instructions for Voting:

A. Voting through Physical Postal Ballot Form

A Member desiring to exercise vote by Postal Ballot shall complete the enclosed Postal Ballot Form with assent (for) or dissent (against) by placing the tick mark (√) at the appropriate box and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid Business Reply Envelope so as to reach the Scrutinizer on or before 5:00 p.m. on May 19, 2017. Postage charges will be borne and paid by the Company. However, in case a Member sends the Postal Ballot by courier or registered post or delivers it in person at his expense to the Scrutinizer, such Postal Ballot(s) will also be accepted. Voting through Postal Ballot Form provided by the Company will be considered valid, no other form will be permitted/ accepted.

B. E-Voting Facility

The instructions for members voting electronically are as under:

(i) The voting period begins on April 20, 2017 (09:00 a.m.) and ends on May 19, 2017 (05:00 p.m.). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of April 14, 2017 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 sequence number which is printed on Postal Ballot form in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both 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 instruction (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 for Autoline Industries Limited.

(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 "RESOLUTION 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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the changed 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) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Members and Custodians

- Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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 linked in the login 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.

(xx) 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.

ANNEXURE - 1

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 1

The Board of Directors at their meeting held on February 11, 2017, subject to the approval of the shareholders under Section 13 of the Companies Act, 2013 and other necessary approval(s), if any, has approved the proposal for alteration of object clause of the Memorandum of Associations ("MOA") of the Company by way of adding new object clauses which permit the Company to engage in real estate business.

Real estate business has tremendous scope to generate sizeable revenue as compared to other businesses and it will diversify the business of the Company in true sense which the Company was looking for since long time. The Board also considered that the Company's subsidiary company owned township land of 104 acres and the Company itself owned a piece of land situated at good location in Pune which has potential to develop, construct and sell housing and commercial units.

In view of above, the Board further considered that at present the Company does not require to invest major amount to start with the real estate business and it can commence the activity with minuscule investment. The Company being a holding company of Autoline Industrial Parks Limited which holds special township project can start with providing the services and works related to development/construction of the township project and to undertake, execute, carry out, dispose of, perform all the functions and undertake all activities connected therewith including but not limited to rendering consultancy, advisory and liasoning services, obtaining and dealing in all necessary approvals from concerned government and other authorities. In addition of above the Company may explore the possibility to make further investment in real estate business in the times to come.

To facilitate such initiatives, these additional objects may conveniently and advantageously be combined with the existing businesses of the Company.

Further, the existing MOA of the Company was framed pursuant to the provisions of the Companies Act, 1956. The Ministry of Corporate Affairs has notified the Companies Act, 2013 which replaces the provisions of the Companies Act, 1956. The Provision of the Companies Act, 2013 requires for stating of the Objects Clause of MOA in different manner. The Object Clause will now have two Parts viz. Part (A)- 'The Objects to be Pursued by the Company on its Incorporation' and Part (B) - 'Matters which are necessary for furtherance of the Objects specified in Part (A)'. To fulfill the above requirements of the Companies Act, 2013, the Objects Clause is proposed to be amended further in the manner as given in the aforesaid resolution.

The aforesaid alteration, if approved by the shareholders shall be registered by the Registrar of Companies, Pune as per the provisions of the Act with such modifications as may be advised by him. The Board of the Company recommends the aforesaid resolution for approval by the members as a Special Resolution.

The draft of the proposed amended Memorandum of Association of the Company would be available for inspection by the Members at the Registered Office of the Company during 10:00 a.m. to 1:00 p.m. on all working days upto the last date of voting i.e. May 19, 2017 and would also be available on the website of the Company at www.autolineind.com.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the said resolution.

By Order of the Board of Directors of
Autoline Industries Limited

Sd/-
Ashish Gupta
Company Secretary

Pune, February 11, 2017

Registered Office:
Survey No. 313, 314, 320 to 323 Nanekarwadi,
Chakan, Taluka- Khed, District- Pune 410501
CIN: L34300PN1996PLC104510
E-mail: investorservices@autolineind.com

AUTOLINE INDUSTRIES LIMITED
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Registered Office: Survey Nos. 313, 314, 320 to 323 Nanekarwadi, Chakan, Tal: Khed, District Pune-410501; **Tel:** +91 2135 664865/6; Fax: +91 2135 664864;
Website: www.autolineind.com;**Email:** investorservices@autolineind.com

POSTAL BALLOT FORM

(Pursuant to Section 110 of the Companies Act, 2013)

Sr.No.:

1.	Name and address of the Sole/First named Member	
2.	Name(s) of the Joint Member(s), if any	
3.	Registered folio No./DP ID No. /Client ID No.* (* Applicable to investors holding shares in dematerialized form)	
4.	Number of Shares held	

I/We hereby exercise my/our vote in respect of the special resolution to be passed through postal ballot for the special business stated in the notice of the postal ballot dated February 11, 2017 of the Company, by giving my/our assent or dissent to the said resolution by placing the tick (√) mark at the appropriate box below.

Sl. No.	Description	No. of shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	**Special Resolution:** Alteration of the Object Clause of the Memorandum of Association of the Company			

Place:
Date:

(Signature of the Member)

Notes:

1. Please read the instructions printed overleaf carefully before exercising the vote.
2. Last date for receipt of the Postal Ballot Form by the Scrutinizer is **May 19, 2017**.

Electronic Voting Particulars

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence Number
170413003		

Notes:

1. The E-voting facility will be available from April 20, 2017 (9:00 a.m.) to May 19, 2017(5:00 p.m.)
2. For e-voting refer to the instructions for voting provided in the Postal Ballot Notice at Note no. 9(B).

INSTRUCTIONS

1. Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions mentioned herein and those mentioned in the Postal Ballot Notice and return the same duly completed in the enclosed Self-addressed Postage Pre-paid Business Reply Envelope to the Scrutinizer. Postage on Self-addressed Pre-paid Business Reply Envelope will be borne by the Company. However, envelopes containing Postal Ballot Form, if deposited in person or sent by Courier or by Registered Post at the expense of the Registered Member will also be accepted by Scrutinizer at Scrutinizer, Link Intime India Private Limited, (Unit: Autoline Industries Limited) C-101, 247 Park, LBS Marg, Vikhroli (W), Mumbai-400 083.

2. The envelopes containing the Postal Ballot Form should reach the Scrutinizer not later than the close of business hours i.e. **5:00 p.m.** on **May 19, 2017**. Postal Ballot Form(s) received after this date and time will be treated as if the reply from the Member has not been received.

3. The Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / Depository) by the Member. Any unsigned or incomplete Postal Ballot Form will be liable to be rejected.

4. In case of joint holding, the Postal Ballot Form should be completed and signed by the first named Member and in the absence of such Member, by the next named joint-holder. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).

5. In case of shares held by Companies, Trusts, Societies etc., a duly completed Postal Ballot Form should be signed by its authorized signatory. In such cases the Postal Ballot Form shall be accepted only if the same is accompanied by a Certified True Copy of the Board Resolution / Authorisation together with the specimen signature(s) of the duly Authorised Signatory(ies).

6. Assent or dissent to the proposed resolution may be recorded by placing a tick mark (√) in the appropriate column. Postal ballot form bearing tick mark (√) in both the column will render the form invalid. This Postal Ballot Form should be used for voting, no other form shall be accepted.

7. Any incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed Postal Ballot Form will liable to be rejected. The Postal Ballot shall not be exercised by a Proxy.

8. Voting Rights shall be reckoned on the Paid up Value of shares registered in the name of the Member as on April 14, 2017.

9. Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.

10. A Member 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 above.

11. Members are requested not to send any other paper(s) along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope as all postal ballot(s) 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 Postal Ballot Form shall be final.

13. The Resolution, if assented by requisite majority, shall be considered as passed on May 19, 2017(i.e. last date specified by the Company for receipt of duly completed Postal Ballot Forms or e-voting).