VIDEOCON INDUSTRIES LIMITED

Registered Office: 14 K. M. Stone, Aurangabad-Paithan Road, Village: Chittegaon, Taluka: Paithan, Dist. Aurangabad- 431 105.

VIDEOCON

POSTAL BALLOT NOTICE

Dear Member(s),

Notice pursuant to Section 192A of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, as amended from time to time, is hereby given, that the Resolutions appended below are proposed to be passed as Ordinary/Special Resolutions, as the case may be, by way of Postal Ballot and also through electronic mode.

Members' consent is requested for the proposals contained in the Resolutions appended below. The Explanatory Statement under Section 173 (2) of the Companies Act, 1956, pertaining to the said Resolutions, setting out material facts and the reasons thereof is annexed hereto alongwith a Postal Ballot Form for your consideration.

1. To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 372A and other applicable provisions, if any, of the Companies Act, 1956 and in supersession of the Special Resolution passed by the shareholders of the Company by way of Postal Ballot on 15th October, 2011, in this behalf, and subject to the necessary approvals, consents, sanctions and permissions of appropriate authorities, as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called the **"Board"**, which term shall be deemed to include person(s) authorized and/or committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to make loan(s) in one or more tranches and/or give guarantee(s)/provide any security(ies) in connection with loan(s) made either in Rupee or in any other foreign currency, to the Company or other Bodies Corporate by any Banks/Financial Institutions/Bodies Corporate and/or any other person, situated within or outside the country, and/or to make investment by acquisition, subscription, purchase or otherwise the securities of any Body Corporate upto a limit of Rs. 50,000 Crores (Rupees Fifty Thousand Crores Only).

   RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate and finalise the terms and conditions of such investments, loans, guarantees and provision of securities on behalf of the Company and to take such other steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, if any required, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution."

2. To consider and, if thought fit, to give assent or dissent to the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 293(1)(a) and other applicable provisions, if any, of the Companies Act, 1956 and in supersession of the Ordinary Resolution passed by the shareholders of the Company by way of Postal Ballot on 15th October, 2011, in this behalf, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called the **"Board"**, which term shall be deemed to include any person(s) authorized and/or committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to transfer, sell, lease, assign, deliver or otherwise dispose off, mortgage, and/or charge (in addition to the mortgages/charges previously created) all or any of the immovable and movable properties of the Company, wherever situate, both present and future or the whole or substantially the whole of the undertaking or undertakings of the Company, (save and except the current assets that are or may be hypothecated and/or pledged in favour of the Company's Bankers for securing the borrowings for Working Capital Requirements) in such form and in such manner and on such terms and conditions as the Board may think fit, together with the power to take over the management of the Company in certain events of default, in favour of the Company's lenders / agents / trustees in order to secure borrowings availed/to be availed of by the Company, in the course of business or for securing any loans and/or advances already obtained or that may be obtained by the Company or others, from any Financial Institutions/ Banks/ Insurance Companies/ Other Bodies Corporate or person or persons and/or to secure any debentures issued and/or that may be issued upto a sum not exceeding Rs. 50,000 Crores (Rupees Fifty Thousand Crores Only) at any point of time.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions for such transfer, sell, lease, disposal or creation of mortgage and/or charge and to do all such acts, deeds and things as may be necessary, usual or expedient for giving effect to this Resolution and also to agree to any amendments thereto from time to time as it may think fit.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, if any required, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution."

3. To consider and, if thought fit, to give assent or dissent to the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 293(1)(d) and other applicable provisions, if any, of the Companies Act, 1956 and in supersession of the Ordinary Resolution passed by the shareholders of the Company by way of Postal Ballot on 15th October, 2011, in this behalf, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called the **"Board"**, which term shall be deemed to include any person(s) authorized and/or committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to borrow from time to time any sum or sums of money, on such terms and conditions and with or without security as the Board may think fit which, together with the moneys already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's Bankers in the ordinary course of business), may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount of money/moneys so borrowed by the Board shall not at any point of time exceed the limit of Rs. 50,000 Crores (Rupees Fifty Thousand Crores only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, if any required, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution."

4. To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 81(1A) and other applicable provisions, if any, of the Companies Act, 1956 (including any amendment thereto or re-enactment thereof for the time being in force), the Foreign Exchange Management Act, 1999, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, the notifications issued by the Reserve Bank of India ("**RBI**") and other applicable laws, listing agreements entered into by the Company with the stock exchanges where the shares of the Company are listed, Articles of Association and subject to all other statutory and regulatory approvals, consents, permissions and/or sanctions of the Government of India, RBI, Securities and Exchange Board of India ("**SEBI**") and all other concerned authorities (hereinafter singly or collectively referred to as the "**Appropriate Authorities**") as may be required, and subject to such terms, conditions and modifications as may be prescribed by any of the Appropriate Authorities while granting any such approval, consent, permission and/or sanction and agreed to by the Board of Directors of the Company (hereinafter called the "**Board**", which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including powers conferred by this Resolution, to the extent permitted by law), which the Board be and is hereby authorized to accept, if it thinks fit in the interest of the Company, the consent of the Company be and is hereby accorded to the Board to create, issue, offer and allot equity shares and/or other equity linked or convertible financial instruments ("**OFIs**") in one or more tranches, whether denominated in Indian Rupee or foreign currency(ies), in the course of international and/or domestic offering(s) in one or more foreign market(s), for an amount not exceeding Rs. 5,000 Crores (Rupees Five Thousand Crores Only), or its equivalent in foreign currency, inclusive of premium through a Follow-on Public Offering ("**FPO**") to eligible investors, or through Global Depository Receipts ("**GDRs**"), American Depository Receipts ("**ADRs**"), Foreign Currency Convertible Bonds ("**FCCBs**"), any other Depository Receipt Mechanism convertible into Equity Shares (either at the option of the Company or the holders thereof) at a later date, any such instrument or security [including Debentures or Bonds or Foreign Currency Convertible Bonds ("**FCCBs**")] being either with or without detachable warrants attached thereto entitling the warrant holder to apply for Equity Shares/instruments or securities including GDRs and ADRs representing equity shares (hereinafter collectively referred to as the "**Securities**") or any combination of Equity Shares with or without premium, to be subscribed to in Indian Rupee and/or any foreign currency(ies) by resident or non-resident/foreign investors (whether institutions and/or incorporated bodies and/or individuals and/or trusts and/ or otherwise)/ Foreign Institutional Investors ("**FIIs**")/ Mutual Funds/ Pension Funds/ Venture Capital Funds/ Banks and such other persons or entities, whether or not such investors are members of the Company, to all or any of them, jointly or severally through prospectus, offer document and/ or other letter, placement document or circular ("**Offer Document**") and/or on private placement basis, from time to time in one or more tranches as may be deemed appropriate by the Board and such issue and allotment to be made on such occasion or occasions, at such value or values, at a discount or at a premium to the market price prevailing at the time of the issue and in such form and manner and on such terms and conditions or such modifications thereto as the Board may determine in consultation with the Lead Manager(s) and/or Underwriters and/or other Advisors, with authority to retain oversubscription upto such percentage as may be permitted by the Appropriate Authorities, with or without voting rights in general meetings/ class meetings, at such price or prices, at such interest or additional interest, at a discount or at a premium on the market price or prices and in such form and manner and on such terms and conditions or such modifications thereto, including the number of Securities to be issued, face value, rate of interest, redemption period, manner of redemption, amount of premium on redemption/prepayment, number of further Equity Shares, to be allotted on conversion/ redemption/ extinguishment of debt(s), exercise of rights attached to the warrants, the ratio of exchange of shares and/or warrants and/or any other financial instrument, period of conversion, fixing of record date or book closure and all other related or incidental matters as the Board may in its absolute discretion think fit and decide in consultation with the appropriate authority(ies), the Merchant Banker(s) and/or Lead Manager(s) and/or Underwriter(s) and/or Advisor(s) and/or such other person(s), but without requiring any further approval or consent from the shareholders and also subject to the applicable regulations for the time being in force.

RESOLVED FURTHER THAT the relevant date for determining the pricing of the Securities or issue of Equity Shares underlying the GDRs /ADRs or securities issued on conversion of FCCBs is the date of the meeting in which the Board decides to open the proposed issue or such date, if any, as may be notified by SEBI or the RBI or any Appropriate Authority from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to enter into and execute all such agreements and arrangements with any Lead Manager(s), Co-Lead Manager(s), Manager(s), Advisor(s), Underwriter(s), Guarantor(s), Depository(ies), Custodian(s), Trustee, Stabilisation Agent, Banker/Escrow Banker to the Issue and all such agencies as may be involved or concerned in such offerings of Securities and to remunerate all such agencies by way of commission, brokerage, fees or the like, and also to seek the listing of such Securities in one or more Indian/International Stock Exchanges.

RESOLVED FURTHER THAT the Board and/or agency or body authorized by the Board may issue Depository Receipt(s) or Certificate(s), representing the underlying Securities issued by the Company in registered or bearer form with such features and attributes as are prevalent in Indian and/or International Capital Markets for the instruments of this nature and to provide for the tradability or free transferability thereof, as per the Indian/ International practices and regulations and under the norms and practices prevalent in the Indian/International Markets.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of further Equity Shares as may be required to be issued and allotted upon conversion of any securities or as may be necessary in accordance with the terms of the offering, all such further Equity Shares shall rank pari-passu with the existing fully paid equity shares of the Company in all respects except provided otherwise under the terms of issue and in the offer document.

RESOLVED FURTHER THAT subject to the existing law and regulations, such Securities to be issued, that are not subscribed, during the currency of the warrants or option or any right entitling the holder of Security to subscribe for Equity Shares or any OFIs, may be disposed off by the Board to such person(s) and in such manner and on such terms as the Board may in its absolute discretion think

most beneficial to the Company, including offering or placing them with resident or non-resident/ foreign investor(s) (whether institutions and/or incorporated bodies and/or individuals and/or trusts and/ or otherwise) FIIs/ Qualified Institutional Buyers ("**QIBs**")/Mutual Funds/ Pension Funds/ Venture Capital Funds/ Banks and/or Employees and Business Associates of the Company or such other person(s) or entity(ies) or otherwise, whether or not such investors are members of the Company, as the Board may in its absolute discretion decide.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolutions, the Board be and is hereby authorized on behalf of the Company to agree to and make and accept such conditions, modifications and alterations stipulated by any of the relevant authorities while according approvals, consents or permissions to the issue as may be considered necessary, proper and expedient and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation the entering into of underwriting, marketing, depository and custodian arrangements and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in regard to any such issue(s)/ offer(s) or allotment(s) or otherwise and utilization of the issue proceeds and/ or otherwise to alter or modify the terms of issue, if any, as it may in its absolute discretion deem fit and proper without being required to seek any further consent or approval of the Company to the end and intent that the Company shall be deemed to have given its approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this Resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this Resolution."

By order of the Board of
VIDEOCON INDUSTRIES LIMITED

Sd/-
VINOD KUMAR BOHRA
COMPANY SECRETARY

Date : 17th December, 2012
Place : Mumbai

Notes:

1. Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956, setting out material facts is annexed hereto.
2. The Company has fixed Tuesday, 18th December, 2012, as the cut-off date/entitlement date for identifying the shareholders entitled to participate through Postal Ballot. Accordingly, Postal Ballot Forms, User ID and password will be sent only to the shareholders as on the cut-off date/entitlement date.
3. Mr. Sharadkumar B. Pallod, Advocate, has been appointed as a Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and to receive and scrutinize the completed Ballot Papers from the members. The Postal Ballot Form and the self-addressed envelope (postage to be paid by addressee) are enclosed for use of the Members.
4. The Company is providing voting through Postal Ballot and also through electronic mode. The Company continues to provide facility of voting through Postal Ballot for those Members, who do not have access to e-voting facility. The Company has entered into an agreement with CDSL for availing electronic voting facility. Electronic voting particulars are provided on Postal Ballot Voting Form for the Members who desire to vote through electronic mode.
5. The Members are requested to carefully read the instructions printed on the Postal Ballot Form. In case any Member vote both through Postal Ballot and also through electronic mode, then voting done through electronic mode shall be treated as valid. If the Postal Ballot Form is also received from the Members who have voted through electronic mode then such Postal Ballot Form shall be treated as if reply from the shareholder has not been received.
6. The Members who opt to vote through Postal Ballot Form are requested to return the said Postal Ballot Form (no other form or photocopy of the Postal Ballot Form is permitted) duly completed with the assent (for) or dissent (against), in the attached self-addressed envelope, so as to reach The Scrutinizer - Videocon Industries Limited, Post Box No. 559, Aurangabad - 431005, not later than the close of working hours on Wednesday, 30th January, 2013. The Postal Ballot Form received after Wednesday, 30th January, 2013, shall be treated as not having been received and will not be valid. The electronic voting facility shall be opened from Tuesday, 1st January, 2013 at 9.00 A.M. to Wednesday, 30th January, 2013 upto 6.00 P.M., both days inclusive.
7. The result of the Postal Ballot will be declared on Saturday, 2nd February, 2013, at 2.00 P.M. at the Registered Office of the Company by any one of the Directors; Company Secretary or Deputy Company Secretary of the Company. The said date of declaration shall be the date of passing of the said Resolution(s).
8. All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days between 12.00 Noon to 3.00 P.M. upto Wednesday, 30th January, 2013.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 [2] OF THE COMPANIES ACT, 1956

Item No. 1 :

In terms of the provisions of Section 372A of the Companies Act, 1956, the Company may extend guarantee, make investment, give loan, provide security upto an amount not exceeding sixty per cent of its paid-up share capital and free reserves, or hundred per cent of its free reserves, whichever is more. Any investment, loan, security or guarantee by a company, exceeding sixty per cent of its paid-up share capital and free reserves, or hundred per cent of its free reserves, whichever is more, requires prior approval of the shareholders of such company by way of passing a Special Resolution. However, the Board may give guarantee, without being previously authorized by a Special Resolution, if there exists exceptional circumstances and the resolution passed by the Board is confirmed within 12 months, in a general meeting/annual general meeting of the Company held immediately after passing of the said Board Resolution, whichever is earlier.

The shareholders of the Company have already accorded their approval to the Board of Directors of the Company to make loan, to make investment, give guarantee and provide security, upto an amount of Rs. 25,000 Crores by passing a Special Resolution by Postal Ballot on 15th October, 2011.

As a measure of achieving greater financial flexibility, it is proposed that the Board of Directors of the Company be authorized to make investment/ extend guarantee/ provide security/ give loan upto an amount of Rs. 50,000 Crores which, in the opinion of the Board, is directly or indirectly, beneficial to and in the interest of the Company. Since, decisions for investment or for providing guarantee/security for facilities availed by the Company and/or associate/group companies are required to be taken on quick basis, especially keeping in view the interests

of the Company, it may not be feasible for the Company to seek shareholders' consent by postal ballot each and every time, in view of the timings and the expenses involved. The Board proposes to make investment/ give loan, *inter-alia*, out of internal accruals/mobilizations including external financing, as may be done by the Company from time to time.

Hence, as per the provisions of Section 372A read with Section 192A of the Companies Act, 1956 and the Companies (Passing of Resolutions by Postal Ballot) Rules, 2011, approval of the Members is sought for enhancing the ceiling upto which loans/investments can be made, security/guarantee may be provided by the Board of Directors of the Company from Rs. 25,000 Crores to Rs. 50,000 Crores. In accordance with the provisions of the Companies Act, 1956, the said limit may also be considered as an annual limit fixed by the shareholders for extending guarantee till the time the same is fully utilized/exhausted.

The said Special Resolution is being recommended for the approval of the Members by Postal Ballot.

None of the Directors of the Company, is directly or indirectly concerned or interested in the proposed resolution.

Item No. 2:

It is proposed to increase the borrowing limits of the Company upto an amount of Rs. 50,000 Crores, by passing an Ordinary Resolution. Presently, the Board is authorized to create charge on various assets of the Company in terms of provisions of Section 293(1)(a) of the Companies Act, 1956, to the extent of Rs. 30,000 Crores only. In order to bring consistency between the two authorizations, it is proposed that the authorization under Section 293(1)(a) of the Companies Act, 1956, shall be increased so as to make it equal to the authorization under Section 293(1)(d) of the Companies Act, 1956.

Consent of the members is being sought to authorize the Board to transfer, sell, lease, assign, deliver or otherwise dispose off, mortgage and/or charge to the extent of Rs. 50,000 Crores in line with the proposed increase in the borrowing powers of the Company as mentioned in Item No. 3 below, by passing an Ordinary Resolution by postal ballot under Section 293(1)(a) of the Companies Act, 1956.

In terms of the procedure laid under Section 192A of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, the said Resolution specifically requires passing of resolution by Postal Ballot.

The said Ordinary Resolution is being recommended for the approval of the Members by Postal Ballot.

None of the Directors of the Company, is directly or indirectly concerned or interested in this Resolution.

Item No. 3:

Over the years, the Company has consolidated its position in the Consumer Electronics and Home Appliances business. Further, the Company has aggressively nurtured the new ventures of Oil and Gas and has strengthened its portfolio in Oil and Gas business by continuing its exploration activities in Brazil, Mozambique, Indonesia, Australia and East Timor. All this has opened up huge business opportunities domestically and also internationally, resulting in substantial increase in fund requirements. On this background, the Company is evaluating different proposals to mobilize the required funds through various methods and means including by way of issuance of debt instrument and instruments convertible into equity shares. To ensure adequate availability of working capital and additional fund requirement, it is necessary that the Board of Directors have sufficient borrowing powers.

As per the provisions of the Section 293(1)(d) of the Companies Act, 1956, approval of the shareholders is required for authorizing the Board of Directors to borrow money/moneys, where the amount to be borrowed together with the amount already borrowed by the company exceeds the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set aside for any specific purpose. The shareholders of the Company have already accorded their approval to the Board of Directors of the Company to borrow money/moneys upto an amount of Rs. 30,000 Crores by passing an Ordinary Resolution by postal ballot on 15th October, 2011.

In view of the potential increase in the funds requirements of the Company on account of facts mentioned above, it is now proposed to enhance the said borrowing limit from Rs. 30,000 Crores to Rs. 50,000 Crores.

With a view to ensure wider participation of the members, this resolution is also being proposed by Postal Ballot.

The said Ordinary Resolution is being recommended for the approval of the Members by Postal Ballot.

None of the Directors of the Company is directly or indirectly concerned or interested in this Resolution.

Item No. 4:

The Company is evaluating different proposals to mobilize the funds, as and when required including by way of issue of debt instrument and instruments convertible into equity shares. The Company may, at an appropriate time, decide to augment its capital base. Accordingly, it is proposed to seek shareholders' approval to issue, offer and allot equity shares and/or other equity linked financial instrument, in one or more tranches, for an amount not exceeding Rs. 5,000 Crores, inclusive of premium, through a Follow-on Public Offering ("FPO"), Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs"), Foreign Currency Convertible Bonds ("FCCBs"), any other Depository Receipt Mechanism convertible into Equity Shares, or any such instrument or security [including Debentures or Bonds or FCCBs] being either with or without detachable warrants attached thereto entitling the warrant holder to apply for Equity Shares/instruments.

In terms of Section 81(1) of the Companies Act, 1956, in the event of a Public Company proposing to increase its subscribed capital by way of allotment of further shares in the circumstances specified therein, it is required to offer such further shares to its existing equity shareholders in the proportion of their respective equity shareholdings in the Company. Pursuant to Section 81(1A) of the Companies Act, 1956, a Public Company may offer its shares in any manner whatsoever to persons other than those mentioned in Section 81(1), if a special resolution to that effect is passed.

With a view to ensure wider participation of the members, this resolution is also being proposed to be passed by Postal Ballot.

The Board recommends the resolution set out at Item No. 4 of the notice for your approval. None of the Directors of the Company, is in any way, concerned or interested in the said Resolution.

By order of the Board of
VIDEOCON INDUSTRIES LIMITED

Sd/-
VINOD KUMAR BOHRA
COMPANY SECRETARY

Date : 17th December, 2012
Place : Mumbai

CRYSTAL (022) - 6614 0900

VIDEOCON INDUSTRIES LIMITED

Regd. Office: 14 K. M. Stone, Aurangabad-Paithan Road, Village: Chittegaon, Taluka: Paithan, Dist. Aurangabad- 431 105.

VIDEOCON

POSTAL BALLOT VOTING FORM

(Please read carefully the instructions printed overleaf before completing this Form and send the same in the envelope enclosed herewith)

1. Name(s) and Registered Address of the Sole/First named Member :

2. Name(s) of the Joint Holder(s), if any :

3. Registered Folio No. / DP ID No. / Client ID No. :

4. Number of Shares held :

I / We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot for the special business stated in the Notice dated 17th December, 2012 by conveying my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Item	Description of the Resolution	No. of Shares	(For) I/We assent to the Resolution	(Against) I/We dissent to the Resolution
1.	Special Resolution under Section 372A of the Companies Act, 1956, for authorizing the Board of Directors to make investments, extend guarantee, provide security, make intercorporate loans upto an amount not exceeding Rs. 50,000 Crores.			
2.	Ordinary Resolution under Section 293 (1) (a) of the Companies Act, 1956, for authorizing the Board of Directors to sell, lease, mortgage, or otherwise dispose off the whole or substantially the whole of undertaking of the Company upto an amount not exceeding Rs. 50,000 Crores.			
3.	Ordinary Resolution under Section 293 (1) (d) of Companies Act, 1956, for authorizing the Board of Directors of the Company to borrow money/moneys upto an amount not exceeding Rs. 50,000 Crores.			
4.	Special Resolution under Section 81(1A) of the Companies Act, 1956, authorizing the Board of Directors of the Company, for Issue of Equity Shares or any other convertible instruments for an amount not exceeding Rs. 5,000 Crores, at an appropriate time, by way of Follow on Issue, Private Placement basis, Qualified Institutional Placement basis, American Depository Receipts (ADRs), Global Depository Receipts (GDRs), Foreign Currency Convertible Bonds (FCCBs) or any other mode or mechanism, subject to necessary approval and consent.			

Place :

Date :

Signature : _____

Name : _____

Email Id : _____

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	User ID	Password / PIN	Default Number in absence of PAN *

* Applicable in case of Shareholders who does not have PAN and whose PAN is not registered with the Company.