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

SERIAL NUMBER :

1 **Name(s) of Shareholder(s)** (including :
joint holders, if any)

(in block letters)

2 **Registered Address of the sole/first/** :
named shareholder

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

(*Applicable to investors holding
shares in dematerialized form)

4 **Number of Shares Held / e-voting** :
details (as given below)

EVEN (EVOTING EVENT NUMBER)	User ID	Password

I/We do hereby exercise and cast my/our vote(s) in respect of the following resolution to be passed through Postal Ballot for the business stated in the Notice of Postal Ballot dated 31 January 2017 of the Company, by sending my/our assent or dissent to the said resolution by placing the tick (✓) mark at the appropriate box below:

Item No.	Description	No. of shares	Assent to the resolution (In favour)	Dissent to the resolution (against)
1	Special Resolution for Approval of Buy-back up to a maximum 17,370,078 equity Shares of the Company from all the equity shareholders on a proportionate basis through "Tender Offer" route under the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 at a price of Rs.635 per equity share aggregating to Rs.11,030 million.			

Place :

Date :

(Signature of the Member)

NOTE : PLEASE READ THE INSTRUCTIONS CAREFULLY MENTIONED OVERLEAF BEFORE EXERCISING THE VOTE

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 attached self-addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots if sent by Courier or by Registered Post at the expense of the registered shareholder will also be accepted.

2. The self-addressed envelope bears the address of the Scrutinizer, Mr. S P Nagarajan, Practicing Company Secretary (CP No. 4738) appointed by the Board of Directors of the Company at the meeting held on 31, January, 2017.

3. Members exercising vote by e-voting facility need not send the Postal Ballot Form to the Company.

4. The Postal Ballot Form should be completed and signed by the shareholder as per the Specimen signature registered with the Company. In case of joint holdings, 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.

5. Postal Ballot Forms signed in the representative capacity of a body corporate, trusts, societies etc. must be accompanied by a certified true copy of the relevant authorization to vote on the Postal Ballot Form and Specimen Signature of the Authorized Signatory.

6. **Duly completed Postal Ballot Form should reach the Scrutinizer not later than close of working hours (5:00 pm) on Saturday, 11 March 2017. Postal Ballot forms received after this date will be strictly treated as if the reply from the shareholder has not been received.**

7. Unsigned/Incorrect Postal Ballot Form will be rejected.

8. Voting rights shall be reckoned on the paid up value of shares in the name of Members as on Friday, 3 February 2017, being cut off date for dispatch of the notice to the Members and under the e-voting process.

9. The vote must be cast by recording the assent in the column "For" and dissent in the column "Against" 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 as valid. Postal Ballot Forms bearing tick (✓) mark in both the columns will render the form invalid.

10. Members are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything on the Postal Ballot Form except giving their assent or dissent and putting their signature.

11. Members can request for a duplicate copy of the Ballot Form, in case the original has been misplaced, lost or worn out etc., by sending an e-mail to cs@nagarajsp818.com by mentioning their Folio No./DP ID and Client ID No. However, the duly completed Ballot Forms should reach the Scrutinizer not later than 5:00 pm on Saturday, 11 March 2017.

12. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final.

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