

**GOPALA POLYPLAST LIMITED**  
**(CIN: L25200GJ1984LC050560)**

**Registered Office:-** Plot No. 485, Santej Vadsar Road, Santej, Tal. Kalol, Gandhi Nagar  
Gujarat-382721

**Tel. No.** 02764-286305

**Fax No.**02764-286660

**Email id:** [hdpeaccounts@gopalapolyplast.com](mailto:hdpeaccounts@gopalapolyplast.com)

**Website:** [www.gopalapolyplast.com](http://www.gopalapolyplast.com)

**POSTAL BALLOT NOTICE**

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies  
(Management and Administration) Rules, 2014

Dear Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, (hereinafter referred to as **"the Act"**), read together with the Companies (Management and Administration) Rules, 2014 (**"Rules"**) (including any statutory modification or re-enactment thereof for the time being in force) to the Members of Gopala Polyplast Limited (hereinafter referred to as **"the Company"**) that the Special resolution appended below is proposed to be passed by way of postal ballot / e-voting as the case may be.

The explanatory statement pertaining to the said resolution setting out the material facts concerning item and the reasons thereof is annexed hereto alongwith a postal ballot form (hereinafter referred to as **"the Postal Ballot Form"**) for your consideration

The Board of Directors of the Company has appointed Mr. Kashyap R. Mehta, (Membership No.: FCS 1821 CP No. 2052) Proprietor of M/s. Kashyap R. Mehta & Associates, Practicing Company Secretaries, Ahmedabad, as the Scrutinizer, for conducting the postal ballot and e-voting process, in a fair and transparent manner.

Members can exercise their vote, on the business of the Postal Ballot, either through Postal Ballot process or through electronic voting system. Accordingly, the Company in compliance with, Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, is pleased to provide to the Members (whether holding shares in physical or in dematerialized form) the facility to exercise their right to vote on the matters included in the notice of the postal ballot by electronic means i.e. through e-voting services provided by Central Depository Services (I) Limited (CDSL)

The e-voting period commences on Saturday the 27th January, 2018 at 9.00 a.m. and ends on Monday, the 26th February, 2018 at 5.00 p.m. Please read carefully and follow the instructions as printed in this Notice for e-voting.

Those Members, who do not have access to e-voting facility can send their assent or dissent in writing on the Postal Ballot Form attached herewith. Members are requested to carefully read the instructions printed on the Postal Ballot Form and return the Postal Ballot Form duly completed and signed in the attached self-addressed, postage pre-paid business reply

envelope, so as to reach the Scrutinizer before the close of the working hours 5.00 p.m. on Monday the 26th February, 2018, at the Company's Registrar and Share Transfer Agent namely MCS Ltd, 201, Shatdal Complex, 2nd Floor, Opposite Bata Showroom, Ashram Road, Ahmedabad, Gujarat-380009. Please note that any Postal Ballot Form(s) received after 5.00 p.m. on Monday the 26th February, 2018 will be treated as not received.

The Scrutinizer will submit his report to the Chairman or in his absence, any Director authorised by the Board, after the completion of the scrutiny of the postal ballots (physical and e-voting). The results of the voting by postal ballot will be announced by the Chairman of the Company or in his absence, any person authorized by him, on Wednesday, 28th February, 2018 at 5.00 p.m. at the Registered Office of the Company and will be displayed on the notice board at the registered office of the Company. The results of the postal ballot will also be posted on the Company's website [www.gopalapolyplast.com](http://www.gopalapolyplast.com) and on the website of Central Depository Services (I) Limited, besides communicating to the stock exchange i.e. BSE Limited.

**SPECIAL BUSINESS:**

**ITEM NO. 1: RECLASSIFICATION OF PERSONS/ENTITIES FORMING PART OF THE PROMOTER GROUP FROM 'PROMOTER & PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY'**

To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

**"RESOLVED THAT** in accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereof, for the time being in force and other applicable provisions, and subject to necessary approvals from the SEBI Board, Stock Exchange and other appropriate statutory authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded to reclassify the following persons/entities (hereinafter individually and jointly referred to as the 'applicants') forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category':

Name of the Shareholders	No of shares held	% of the paid up capital
Anil Kumar Khetawat	1,00,000	1.13
RTL Logistics Limited	89,000	1.00
Jugal Kishore Khetawat HUF	70,000	0.79
Seema Khaitan	20,000	0.23
<b>SUB - TOTAL (A)</b>	<b>2,79,000</b>	<b>3.15</b>

Name of the Shareholders	No of shares held	% of the paid up capital
Status Credit & capital Pvt Limited	1,00,000	1.13
Gopala Mercantile Limited	28,000	0.32
Swastik Capital and Stock private Limited	3,833	0.04

Ram Narayan Nathmal Somani	1,016	0.01
Navjeevan Credit & Holdings Ltd	0	0.00
Navjeevan Synthetics Pvt Limited	40	0.00
Shreeprakash Nathmal Somani	4	0.00
<b>SUB - TOTAL(B)</b>	<b>1,32,893</b>	<b>1.50</b>
<b>TOTAL ( A+B)</b>	<b>4,11,893</b>	<b>4.65</b>

**RESOLVED FURTHER THAT** re-classification of promoter as public shareholders shall be subject to the following conditions:

- a) Such promoter shall not directly or indirectly exercise control over the affairs of the entity.
- b) Increase in the level of public shareholding pursuant to re-classification of promoter shall not be counted towards achieving compliance with minimum public shareholding requirement under rule 19A of the Securities Contracts (Regulation) Rules, 1957, and the provisions of these 30 regulations.
- c) The event of re-classification shall be disclosed to the stock exchange as a material event in accordance with the provisions of these regulations.
- d) Board may relax any condition for re-classification in specific cases, if it is satisfied about non-exercise of control by the outgoing promoter or its person acting in concert.

**“RESOLVED FURTHER THAT** the above promoters’ group entities and person acting in concert do not / will not:

- have any special rights through formal or informal agreements.
- hold more than 10% of the paid-up equity capital of the Company.
- act as a Key Managerial Person from the date of Shareholders approval.”

**RESOLVED FURTHER THAT** after such reclassification following shall be the Promoters of the Company

Name of the Shareholders	No of shares held	% of the paid up capital
Mahendra Kumar Somani	70,749	0.80
Manoj Somani	5,56,440	6.28
Ushadevi Somani	12,000	0.14
Manish Somani	5,10,100	5.75
Indian Bobbin Manufacturing Company Pvt Ltd	3,06,120	3.45
Purnima Somani	18,620	0.21
Madhushree Somani	16,280	0.18
Vinayaka Credit And Holdings Investment Pvt Ltd	7,20,000	8.12
Arunodaya Credit And Holdings Investment Pvt Ltd	8,32,000	9.38
<b>TOTAL</b>	<b>30,42,309</b>	<b>34.31</b>

**RESOLVED FURTHER THAT** on approval of the SEBI Board/ Stock Exchange upon application for reclassification of the aforementioned applicants, the Company shall effect such reclassification in the Statement of Shareholding Pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions.

**RESOLVED FURTHER THAT** any of the Directors of the Company or the Company Secretary or the Compliance Officer or such other person as authorized by the Board, be and is hereby authorized to submit application for reclassification to the SEBI Board, Stock Exchanges wherein the securities of the company are listed or any other regulatory body as may be required and to take such steps expedient or desirable to give effect to this resolution.”

**For and on Behalf of the Board of Directors  
For Gopala Polyplast Limited**

**Place: Kalol, Santej**

**Dated: 12th January, 2018**

**Sd/-  
Ketan Vala  
Company Secretary & Compliance Officer**

**Notes:**

1. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company offers e-voting option to the Members as an alternative to enable them to cast their votes.
2. The Company has engaged the services of M/s. Central Depository Services (I) Limited (CDSL) for the purpose of e-voting facility to all its members. Members desiring to exercise their vote by using e-voting facility are requested to carefully follow the instructions in the notes under section “voting through electronic means” in the notice.
3. Explanatory Statement for the proposed resolution mentioned above, pursuant to Section 102 of the Companies Act, 2013 read with Section 110 of the Companies Act, 2013 setting out material facts is appended herewith.
4. A copy of each of the documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company during office hours on all working days, except Saturday and Sunday and other

holidays, between 11:00 a.m. and 1:00 p.m. up to the date of declaration of results of postal ballot i.e. Wednesday, 28th February, 2018.

5. The notice, together with the documents accompanying the same, is being sent to all the members, by permitted mode (and electronically by e-mail to those members who have registered their e-mail ids with the Company's Registrar and share Transfer agents / CDSL/NSDL) whose names appear in the Register of Members/ list of beneficial owners as received from CDSL and NSDL as on the close of working hours on January 12, 2018 i.e. "the cut-off date". Any person who acquires shares of the company and becomes a member of the company after the dispatch of the notice and holding shares as on the cutoff date may cast their vote by e-voting. The notice will be displayed on the website of the company [www.gopalapolyplast.com](http://www.gopalapolyplast.com) and on the website of CDSL
6. The date of dispatch of the notice and the Explanatory Statement will be announced through advertisement in the following newspapers: - (i) Western Times in English language and (ii) Western Times in Gujarati language having wide circulation in the district where the Registered Office of the company is situated.
7. The company has appointed Mr. Kashyap R. Mehta, (Membership No.: FCS 1821 CP No. 2052) Proprietor of M/s. Kashyap R. Mehta & Associates, Practicing Company Secretaries, Ahmedabad, as the Scrutinizer for conducting the E-voting/ Postal Ballot in a fair and transparent manner.
8. The Postal Ballot form together with the self-addressed business reply envelope is enclosed for the use of the members. Members voting in physical form are requested to carefully read the instructions printed on the enclosed Postal Ballot form. Members who have received the postal ballot notice by e-mail and who wish to vote through the postal ballot form can download the postal ballot form from the following url on the Company's corporate website [www.gopalapolyplast.com](http://www.gopalapolyplast.com) or seek duplicate postal ballot form from M/s. MCS Ltd, the Registrar and share Transfer Agent of the Company. Members shall fill in the requisite details and send the duly completed, and signed postal ballot form in the enclosed self addressed postage pre-paid envelope to the Scrutinizer before the close of working hours i.e. 5.00 p.m. on 26th February, 2018. The postage cost will be borne by the Company. However, envelopes containing Postal Ballots, if sent by courier or registered / speed post at the expense of the Members will also be accepted. Assent / Dissent received after 5.00 p.m. on Monday, 26th February, 2018 would be strictly treated as if reply from the Members has not been received.
9. Incomplete, unsigned, improperly or incorrectly tick marked postal ballot forms will be rejected. There will be only 1 (one) postal ballot form for every registered folio / client ID irrespective of the members of joint Members.

10. The postal ballot form should be completed and signed by the member as per specimen signature registered with the Company and/or furnished by the Depositories. In case, shares are jointly held, this form should be completed and signed by the first named Member and, in his/her absence, by the next named Member. Holder(s) of Power of Attorney ("POA") on behalf of a Member may vote on the postal ballot mentioning the registration number of the POA with the Company or enclosing a copy of the POA authenticated by a notary. In case of shares held by companies, societies etc., the duly completed postal ballot form should be accompanied by a certified copy of the board resolution/ authorization giving the requisite authority to the person voting on the postal ballot form. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny of the postal ballots including e-votes submitted. The Scrutinizer's decision on the validity of the votes (including e-votes) shall be final. The results of the postal ballot including e-voting will be announced on 28th February, 2018 at the Registered office of the company situated at Plot No. 485, Santej Vadsar Road, Santej, Tal Kalol, Gandhi Nagar, Gujarat-382721. The results, together with the Scrutinizer's Report, will be displayed at the Registered Office of the Company and on the website of Company(<https://www.gopalapolyplast.com>), besides being communicated to BSE Limited and the Central Depository Services (I) Limited. The result of the Postal Ballot shall also be announced through newspaper advertisement. In the event, the resolution is assented to by the requisite majority of Members by means of Postal Ballot, the date of declaration of Postal Ballot result shall be deemed to be the date of passing of the said resolution.
11. Kindly note that the Members can opt only one mode for voting i.e. either by physical ballot or e-voting. If you are opting for e-voting, then do not vote by physical and vice versa. However, in case Member(s) cast their vote both via physical ballot and e-voting, then voting validly done through e-voting shall prevail and voting done by physical ballot shall be treated as invalid.
12. The vote on postal ballot cannot be exercised through proxy.
13. Voting through electronic means:
  - (i) The voting period begins on 27th January, 2018 from 9.00 a.m. and ends on 26th February, 2018 till 5.00 p.m. During these period shareholders of the Company, holding shares either in physical form or in dematerialized form, i.e. 12th January, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting on 26th February, 2018 at 5.00 p.m. IST. Once the vote on a resolution is cast by a Member, he or she will not be allowed to change it subsequently.
  - (ii) The shareholders should log on to the e-voting website : [www.evotingindia.com](http://www.evotingindia.com)
  - (iii) Click on Shareholders Tab.
  - (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 [www.evotingindia.com](http://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:

PAN	<p>For Members holding shares in Demat Form and Physical Form</p> <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their names and the 8 digits of the sequences number in the PAN Field. The Sequence number is printed on the Postal Ballot Paper. Alternatively, they may use the Postal Ballot Form for voting</li> <li>• In case the Sequence Number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters, e.g. if your name is Ramesh Kumar with sequence number 1, then enter RA00000001 in the pan field</li> </ul>
Dividend Bank Details #	<p>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.</p> <ul style="list-style-type: none"> <li>• If 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)</li> </ul>

(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 EVSN for the relevant <Gopala Polyplast Limited> on which you choose to vote.
- (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 "RESOLUTIONS 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 out 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 login 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) Shareholders 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 Shareholders and Custodians:**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and signature of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

## EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO. 1

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations, 2015'), effective from December, 2015 has provided a regulatory mechanism for re-classification of promoters as Public Shareholders subject to fulfilment of conditions as provided therein.

Gopala Polyplast Limited was taken over by the present promoters belonging to the **Somani** and **Khetawat** families in the year 1988 and their names were included as Promoters in the Prospectus of the company.

Somani & Khetawat are family friends and business associates and not relative of each other. In view of the re-alignment of various businesses and family arrangement between the Somani Families, Gopala Polyplast Limited will be controlled and managed by Mr. Mahendra kumar Somani and his group.

Khetawat Family & Group and Ramnarayan Somani & Group, Shree Prakash Somani & Group and Prashant Somani & Group would like to disassociate themselves as promoters of the company.

Mr. Jugal Kishore Khetawat has resigned from the post of Director W.e.f.8th August, 2016

Khetawat Families and Ramnarayan Somani Group, Shreeprakash Somani Group and Prashant Somani do not hold any key managerial position or have any representation on the Board of Directors and not having any special right / voting rights through formal or informal arrangements with the company or with the promoter of the company and do not exercise directly or indirectly any control over the affairs of the company. Similarly Mr. Mahendra Kumar Somani, has no interest in the profession/business being carried on by the Applicants.

In this regard, the Company received application from the following promoter group persons/entities pursuant to Regulation 31A of the Listing Regulations, 2015 for reclassifying them under the Public Category.

Khetawat Families and Ramnarayan Somani Group, Shreeprakash Somani Group and Prashant Somani are financially independent person/entities, who take independent investment decisions, without consulting Mr. Mahendra Kumar Somani and the group and are in no way related to any of the business carried out by the company.

The details of the holding of the Khetawat Families and Ramnarayan Somani Group, Shreeprakash Somani Group and Prashant Somani are as under.

Name of the Shareholders	No of shares held	% of the paid up capital
Anil Kumar Khetawat	1,00,000	1.13
RTL Logistics Limited	89,000	1.00
Jugal Kishore Khetawat HUF	70,000	0.79
Seema Khaitan	20,000	0.23
<b>SUB - TOTAL (A)</b>	<b>2,79,000</b>	<b>3.15</b>

Name of the Shareholders	No of shares held	% of the paid up capital
Status Credit & capital Pvt Limited	1,00,000	1.13
Gopala Mercantile Limited	28,000	0.32
Swastik Capital and Stock private Limited	3,833	0.04
Ram Narayan Nathmal Somani	1,016	0.01
Navjeevan Credit & Holdings Ltd	0	0.00
Navjeevan Synthetics Pvt Limited	40	0.00
Shreeprakash Nathmal Somani	4	0.00
<b>SUB - TOTAL(B)</b>	<b>1,32,893</b>	<b>1.50</b>
<b>TOTAL ( A+B)</b>	<b>4,11,893</b>	<b>4.65</b>

In view of the explanations given by the applicants as detailed above and in consideration to the conditions as stipulated in Regulation 31A of the Listing Regulations, 2015 the Board of Directors of the Company at their meeting held on 12th January, 2018, have approved both the applications for reclassification received by the Company as above from Promoter group category to Public category subject to approval by the members and relevant regulatory authorities. As required, intimation has been sent to Stock Exchange based on declaration received from the aforesaid persons/entities.

None of the concerned persons/entities, acting individually and in concert, directly or indirectly exercise control over the management and affairs of the Company. Their shareholding along with persons acting in concert does not exceed 10% of the total share capital of the Company.

Further as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957, the public shareholding as on the date of the notice fulfils the minimum public shareholding requirement of at least 25% and the proposed reclassification does not intend to increase the

Public Shareholding to achieve compliance with the minimum public shareholding requirement.

Your Directors recommend the passing of the Resolution as a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Manoj Somani, Mr. Mahendra Somani and Mr. Manish Somani are in anyway concerned or interested, financially or otherwise in this Resolution.

**For and on Behalf of the Board of Directors  
For Gopala Polyplast Limited**

**Place: Kalol, Santej**

**Dated: 12<sup>th</sup> January, 2018**

**Sd/-  
Ketan Vala  
Company Secretary & Compliance Officer**

**GOPALA POLYPLAST LIMITED**  
(CIN: - L25200GJ1984PLC050560)

**Registered Office:-** Plot No. 485, Santej Vadsar Road, Santej, Tal. Kalol, Gandhi Nagar  
Gujarat-382721

**Tel. No.** 02764-286305

**Fax No.** 02764-286660

**Email id:** [hdpeaccounts@gopalapolyplast.com](mailto:hdpeaccounts@gopalapolyplast.com)

**Website:** [www.gopalapolyplast.com](http://www.gopalapolyplast.com)

**POSTAL BALLOT FORM**

Sr. No. :

1. Name & Registered Address of the Sole/ /first named Member :

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

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

4. No. of Shares held :

5. I/ We hereby exercise my/ our vote in respect of the following special resolution to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot dated 12th January, 2018 of the Company, by sending my/ our assent or dissent to the said resolutions by placing a tick (√) mark at the appropriate box below:

Sr. no.	Description	No. of Shares held	Type of the Resolution	(For) assent to the Resolution	I/We	(Against) I/We dissent to the Resolution
1.	RECLASSIFICATION OF PERSONS/ENTITIES FORMING PART OF THE PROMOTER GROUP FROM 'PROMOTER & PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY'		Special			

Place:

Date:

\_\_\_\_\_  
Signature of the Member/Beneficial Owner

EVSN (Electronic Voting Sequence Number)	User ID	*Default PAN / Password

\* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN Field.

Note:

1. If the voting rights are exercised electronically, there is no need to use this form.
2. Please read the instructions overleaf before exercising your vote. For E-voting instructions, kindly refer the Notice of Postal Ballot.

## IMPORTANT INSTRUCTIONS

- I. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed postage pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier / Speed Post / Registered Post at the expense of the Member will also be accepted. Members are requested to convey their assent or dissent in this postal ballot form only. The assent or dissent received in any other form or manner shall be considered as invalid.
- II. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
- III. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar/Depository. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered/recorded with the Registrar/Depository) by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration No. of the POA or enclosing an attested copy of POA.
- IV. Unsigned, incomplete, improperly or incorrectly tick marked postal ballot forms will be rejected. A form will also be rejected if is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or the votes in favour or against or of the signature cannot be verified.
- V. Duly completed Postal Ballot Form should reach the Scrutinizer not later than Monday, 26th February, 2018 at 5.00 p.m. Postal Ballot Forms received after the aforesaid date and time will be strictly treated as if reply from such member has not been received. The Members are requested to send the duly completed Postal Ballot Forms well before the last date, providing sufficient time for postal transit.
- VI. Members can opt only one mode for voting i.e. either by physical ballot or e-voting. If you are opting for e-voting, then do not vote by physical and vice versa. However, in case Member(s) cast their vote both via physical ballot and e-voting, then voting validly done through e-voting shall prevail and voting done by physical ballot shall be treated as invalid.
- VII. In case of shares held by companies, societies etc., the duly completed postal ballot form should be accompanied by a certified copy of the board resolution/ authorization giving the requisite authority to the person voting on the postal ballot form.
- VIII. Voting rights in the Ballot / e-voting cannot be exercised by a proxy. However corporate and institutional shareholders shall be entitled to vote through their authorized representative with proof of their authorization, as stated above.