



Himadri Speciality Chemical Ltd

(Formerly known as Himadri Chemicals & Industries Limited)

CIN: L27106WB1987PLC042756

Regd. Office: 23A, Netaji Subhas Road, 8th Floor, Suite No. 15, Kolkata – 700 001

Corp. Office: 8, India Exchange Place, Ruby House, 2nd Floor, Kolkata - 700 001

Ph: 033 22309953, e-mail: investors@himadri.com, Website: www.himadri.com

POSTAL BALLOT FORM

Serial No. :

1. Name and address of the Sole/First named Member: :

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

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

4. No. of Equity Shares held :

I/We hereby exercise my/our vote in respect of the undernoted resolution as stated in the Notice dated 2 January 2019, pursuant to the Order of the National Company Law Tribunal, Kolkata Bench, dated 1 January 2019, by sending my/our Assent (FOR) or Dissent (AGAINST) to the said resolution by placing the tick (✓) mark at the appropriate box below:

Description	No. of shares	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
Approval of the proposed Merger embodied in the Scheme of Equal Commodeal Private Limited (“Transferor Company”) with Himadri Speciality Chemical Ltd (“Transferee Company”) under Section 232 read with Section 230, of the Companies Act, 2013			

Place: _____

Date : _____

Signature of the Member

Mobile: _____ E-mail: _____

The Company is pleased to offer all its Members, e-voting facility as an alternative mode for casting their votes electronically, instead of sending the postal ballot forms to the Scrutinizer. However, e-voting is optional.

ELECTRONIC VOTING PARTICULARS

EVEN (E-voting Event Number)	User Id	Password/Pin

Notes: (i) If the voting Rights are exercised electronically, there is no need to use the form.
(ii) Please read carefully the instructions overleaf before exercising the Vote.

INSTRUCTIONS FOR FILLING BALLOT FORM:

1. Consent must be accorded by recording the assent in the Column "FOR" or dissent in the Column "AGAINST" by placing a tick mark (✓) in the appropriate columns. Postal Ballot Form bearing (✓) mark in both the columns will render the form invalid.
2. A member desiring to exercise vote by postal ballot, shall send the duly completed form in the enclosed self-addressed business reply envelope so as to reach the Scrutinizer not later than 05.00 P.M. on 12 February 2019. Postage on the Business Reply Envelope will be borne by the Transferee Company. However, envelopes containing Postal Ballot, if sent by Courier or by Registered Post or Speed Post, at the expense of the Shareholders will also be accepted. The Postal Ballot Form received after this date and time will be strictly treated as if reply from the Shareholders has not been received.
3. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the NCLT.
4. Facility of voting through electronic mode is also being provided by the Company. **(for Instructions please see the Notice)**
5. This postal ballot form should be completed and signed (as per specimen signature(s) registered with the Company) by the shareholder. In case of joint shareholding, this form should be completed and signed (as per specimen signature(s) registered with the Company) by the first named shareholder and in his/her absence, by the next named shareholder. Unsigned postal ballot forms will be rejected. Members are requested to fill the Postal Ballot Form in indelible ink (avoid filling it by using pencil etc.)
6. Where the postal ballot form has been signed by an authorised representative of a body corporate / Trust / Society etc, a certified copy of the relevant authorization/Board resolution to vote on the postal ballot should accompany the postal ballot form. (It is required only in case the signatories are other than the signatories whose specimen signatures are registered with the Company / the Registrar and Transfer Agents viz. – S.K Infosolutions Private Limited). Where the form has been signed by the President of India or of the Governor of a State, a certified copy of the nomination should accompany the ballot form. A Member may sign the form through an Attorney, specifically appointed for this purpose, in which case an attested true copy of the Power of Attorney should also be attached to the ballot form.
7. In case the Shareholders are bodies corporate, the Postal Ballot Form signed in representative capacity must be accompanied by a certified true copy of the resolution of the Board of Directors of the concerned body corporate.
8. Incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed Postal Ballot Form will be rejected by the Scrutiniser.
9. The vote on postal ballot cannot be exercised through proxy.
10. Members whose names appear on the Register of Members / List of Beneficial Owners as on 28 December 2018 (cut-off date) will be considered for the purpose of voting.
11. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member on 28 December 2018 (cut-off date).
12. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to Mr. Bajrang Lal Sharma, Company Secretary.
13. Mr. N Gurumurthy, Partner of Maroti & Associates, Chartered Accountants, has been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Bench at Kolkata, for conducting the Postal Ballot voting process in a fair and transparent manner.
14. The Scrutinizer's decision on the validity of the postal ballot / e-voting will be final.