

# KIRLOSKAR INDUSTRIES LIMITED

## A Kirloskar Group Company

Registered Office: 13/A, Karve Road, Kothrud, Pune – 411 038 (India).

Tel. No.: +91-(20)-2545 2721, Tele fax: +91-(20)-2545 4723

Website: www.kil.net.in E-mail: investorrelations@kirloskar.com

CIN L29112PN1978PLC088972

### POSTAL BALLOT FORM

(Please carefully read the instructions printed overleaf before exercising the vote)

Sr. No.:

Name and Registered address of the sole / first named Member	
Name(s) of Joint Member(s) if any	
Registered Folio No. /DP ID No. /Client ID No. * (* Applicable to member(s) holding shares in dematerialized form]	
No. of shares held	

I / We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company dated 1 November 2017, by sending my / our assent or dissent to the said Resolution by placing the tick ( ✓ ) mark in the appropriate box below:

(Ticks in both would render your Ballot Form invalid)

Sr. No.	Description of the Resolution	No. of shares for which votes cast	I / We assent to the Resolution (For)	I / We dissent to the Resolution (Against)
1	Special Resolution under Section 13 of the Companies Act, 2013, for alteration of Main Object Clause of the Memorandum of Association (MOA) by inserting / introducing new clause 4F after existing clause 4E of MOA.			

Place:

Date:

\_\_\_\_\_  
Signature of Member

### Details of E-voting

<b>EVEN (Electronic Voting Event Number)</b>	<b>User ID</b>	<b>Password / PIN</b>
107997		

Note:

1. Please return duly filed and signed Postal Ballot Form in the envelope enclosed.
2. Please read the instructions printed overleaf carefully before exercising your vote.
3. Last date for receipt of Postal Ballot Form on or before 14 December 2017.
4. Voting facility will be available during following voting period :

<b>Commencement of e-voting</b>	<b>Closure of e-voting</b>
Wednesday, 15 November 2017 at 9:00 a.m.	Thursday, 14 December 2017 at 5:00 p.m.

### Instructions for voting in physical form

1. A member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form (no other form or photocopy of the form will be permitted) in all respects and send it to the Scrutinizer in the enclosed self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if deposited in person or sent by Courier / Registered / Speed Post at the expense of the member will also be accepted.
2. Alternatively, a member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The Company has appointed Mr. Mahesh J. Risbud, Practicing Company Secretaries, Pune, as the Scrutinizer for conducting the Postal Ballot Process in a fair and transparent manner. The self-addressed Business Reply Envelopes bear the address of the Scrutinizer.
4. There shall be one Postal Ballot for every folio, irrespective of the number of joint holders. Proxy shall not exercise the Postal Ballot.
5. The Postal Ballot Form should be completed and signed by the member. In case of joint holding, this Form should be completed and signed (as per specimen signature registered with the Company in respect of shares held in physical form or furnished by NSDL or CDSL to the Company in respect of shares held in dematerialized form) by the first named shareholder and failing him / her, by the next named shareholder and so on. In case of shares held by the Company, Trust, Society, etc., the duly completed Postal Ballot Form should be accompanied by Certified True Copy of the Board Resolution / Authority Letter.
6. Duly completed Postal Ballot Form(s) should reach the Scrutinizer by 5.00 p.m. on Thursday, 14 December 2017. Postal Ballot Form(s) received after this date will be strictly treated as if the reply from such member has not been received.
7. Votes will be considered invalid on the following grounds:
  - a. If the Ballot Form is unsigned;
  - b. If the member's signature does not tally;
  - c. If the member has marked (√) both in favour and also against in the Ballot Paper;
  - d. If the Ballot Paper received in torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the member or number of votes or as to whether the votes are cast in favour or against the resolution or the signature could not be checked or on one or more of the above grounds;
  - e. On such other grounds which in the opinion of the Scrutinizer makes the votes invalid.
8. A member may request for a duplicate Postal Ballot Form, if so required. All such requests should be addressed to the Company / the Registrar and Share Transfer Agent, viz., Link Intime India Private Limited, (Unit: Kirloskar Industries Limited), Block No. 202, Akshay Complex, 2<sup>nd</sup> Floor, Off Dhole Patil Road, Near Ganesh Temple, Pune 411 001. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified at item No. 6 above.
9. The voting rights shall be reckoned on the paid up value of shares registered in the name of the member as on the relevant date, i.e., Friday, 3 November, 2017.
10. A member need not use all the votes or cast all the votes in the same way.
11. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed Business Reply Envelope. Any extraneous paper found in such Envelope will be destroyed by the Scrutinizer.
12. Only a member entitled to vote is entitled to exercise his / her vote through Postal Ballot or through electronic voting (e-voting) and a member having no right may treat this Notice as intimation only.
13. The Scrutinizer's decision on the validity of a Postal Ballot shall be final and binding.
14. The results of the Postal Ballot will also be posted on the website of the Company, i.e. [www.kil.net.in](http://www.kil.net.in) and also in the newspaper(s) for the information of the members.
15. The Company is pleased to offer e-voting facility as an alternate, for all the members of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice.
16. The results will be announced by the Chairman or the Managing Director or the Executive Director of the Company on Tuesday, 19 December 2017, on or before 6.00 p.m. at the Registered Office of the Company.