



Balmer Lawrie & Co. Ltd.

(A Government of India Enterprise)

Registered Office: 21, Netaji Subhas Road, Kolkata – 700001

CIN: L15492WB1924GOI004835

Telephone No: 033 22225314, Email: bhavsar.k@balmerlawrie.com,

Website: www.balmerlawrie.com

POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

1. Name of Sole/ First named Shareholder :
2. Registered Address of Sole/First named Shareholder
3. Name(s) of the Joint Holder(s), if any :
4. Registered Folio No./ DP ID No. & Client ID No.* :
(*Applicable to investors holding shares in Dematerialized form)
5. Number of Shares Held (as on 11th November, 2019):

I / We hereby exercise my/ our vote in respect of the following Ordinary Resolution to be passed through Postal Ballot for the business as stated in the Postal Ballot Notice of the Company dated 11th November, 2019, by conveying my/ our Assent (For) or Dissent (Against) to the said Resolution by placing the tick (✓) mark in the appropriate box below:

Serial No.	Description of Resolution	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	<u>ORDINARY RESOLUTION</u> Authorizations for declaration of Bonus Shares in the ratio of 1:2, i.e. one new equity share of Rs.10 each fully paid up for every two existing equity shares of Rs. 10 each fully paid up by Capitalization of a sum of Rs.57,00,12,820 (Rupees Fifty Seven Crores, twelve thousand eight hundred and twenty only) out of the Company's Free Reserves/ Securities Premium Account/ Capital Redemption Reserve Account in full or in part and connected matters.			

Place:

Date:

Signature of the Shareholder(s)

The Company has engaged the services of Karvy Fintech Private Limited as the Authorized Agency to provide e-voting facility. The e-voting particulars are set out as follows:

E-voting User ID and Particulars (Please visit <https://evoting.karvy.com> to cast your vote online)

EVEN (E-Voting Event Number)	USER ID	PASSWORD

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Tuesday, 19th November, 2019 at 9:00 a.m.(IST)	Wednesday, 18th December, 2019 at 5:00 p.m. (IST)

IMPORTANT INSTRUCTIONS

1. The form may kindly be filled in capital letters and should be complete in all respects.
2. The number of shares for which the shareholder wishes to signify his/her assent/dissent should be indicated clearly.
3. To indicate assent/dissent a ✓ (tick mark) should be made in the relevant column. A Form bearing tick mark in both the columns shall be treated invalid.
4. The signature of the shareholder should match with the specimen signature in the records of the Company or Registrar & Share Transfer Agent of the Company or as per the records furnished by NSDL/ CDSL as the case may be.
5. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
6. In case of joint holding the form should be completed and signed by the first named shareholder and in his absence by the next named shareholder.
7. A Shareholder desiring to exercise vote by postal Ballot may complete this Postal Ballot Form and send it to "The Scrutinizer, Balmer Lawrie & Co. Ltd., 21, Netaji Subhas Road, 3rd Floor, Kolkata 700001, in the attached postage prepaid self-addressed Business Reply Envelope which bears the name of the aforesaid Scrutinizer. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if deposited in person or sent by courier / speed post/registered post at the expense of the shareholder, will also be accepted.
8. Duly completed Postal Ballot form should reach the Scrutinizer not later than **5:00 p.m. (IST) on Wednesday, 18th December, 2019**. Postal Ballot form received after this date will be strictly treated as if the reply from the shareholder has not been received.
9. Shareholders are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid self-addressed Business Reply Envelopes as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
10. Alternatively, a Shareholder may opt for e-voting as per the instructions provided for e-voting in the postal Ballot notice.
11. A Shareholder can opt for only one mode of voting i.e. either through e-voting or by Postal Ballot Form. If a Shareholder casts votes by both modes, then voting done through e-voting shall prevail and Postal Ballot Form shall be treated as invalid.
12. In case shares are held by Companies, trusts, societies etc. the duly completed Postal Ballot form should be accompanied by certified true copy of the Board Resolution / authority letter. Postal Ballot Form signed by the holder of power of attorney for and on behalf of the shareholder of the company must be accompanied by the attested true copy of power of attorney.
13. There will be only one postal Ballot form for every folio irrespective of the number of joint shareholder(s).
14. Shareholders are entitled to cast their votes differently i.e. all the votes either in favor or against or partly in favor or against.
15. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders as on **Monday, 11th November, 2019**. Only a Shareholder entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as an information only.
16. A Shareholder may request for a duplicate Postal Ballot Form, if so required from the Registrar and Share Transfer Agent of the Company, i.e., Karvy Fintech Private Limited or from the Company or download the same from the Company's website at www.balmerlawrie.com. However, the duly filled in duplicate Postal Ballot Forms should reach the Scrutinizer no later than the date specified in Item (8) above.
17. The Scrutinizer's decision on the validity on the Postal Ballot will be final.
18. The instances in which the form shall be treated as invalid or rejected are as follows:
 - a. A form other than one issued by the Company has been used;
 - b. It has not been signed by or on behalf of the Shareholder;
 - c. Signature on the Postal Ballot Form doesn't match the specimen signatures with the Company;
 - d. It is not possible to determine without any doubt the assent or dissent of the Shareholder;
 - e. Neither assent nor dissent is mentioned;
 - f. Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Shareholder;
 - g. The envelope containing the Postal Ballot Form is received after the last date prescribed;
 - h. The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - i. It is received from a Shareholder who is in arrears of payment of calls;
 - j. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - k. Shareholder has made any amendment to the Resolution or imposed any condition while exercising his vote.
19. The result of voting on the Resolution will be declared on or before Friday, 20th December, 2019 at the Registered Office of the Company and will also be displayed on the website of the Company www.balmerlawrie.com, besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent of the Company.