



NCL INDUSTRIES LIMITED

CIN: L33130TG1979PLC002521

Registered Office : 7th Floor, 'NCL Pearl', Near Rail Nilayam, S D Road,
Secunderabad - 500 026. Tel. 040-30120000, 29807868

E-mail: info@vccilindia.com/cs@nclind.com Website: www.nclind.com

BALLOT FORM

1. Name & Registered Address of the Sole / First named Shareholder :
2. Name of the Joint Holder if any :
3. 'e' mail ID
4. Registered Folio No / DP ID No./Client ID :
(Client ID Applicable to investors holding shares in dematerialised form)
5. Number of Share(s) held :

I/We exercise my/our votes in respect of the Resolutions sent out in the Postal Ballot Notice of the Company dated 14th February, 2019 by conveying my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below.

Resolution No.	Resolutions	No. of shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
Special Business :				
1.	Special Resolution: "RESOLVED THAT pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 approval of the members be and hereby accorded for the continuation of Mr Vinodrai V Goradia, (DIN: 00040369), in his office as non executive Promoter Director of the Company, beyond April 1, 2019 though he has already attained the age of 75 years."			
2.	Special Business : "RESOLVED THAT pursuant to Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 approval of the members be and hereby accorded for the continuation of Mr. V S Raju, (DIN: 00101405), in his office non executive Independent Director of the Company beyond after April 1, 2019 though he has already attained the age of 75 years."			

Date :

Place :

Signature of Shareholder / Authorized Representative

Notes:

1. Please read the following (and also in overleaf) instructions carefully before exercising your vote.
2. This Ballot form is provided for the benefit of members who do not have access to e-voting facility to enable them to send their assent or dissent by post.
3. A member can opt for one mode of voting i.e either through e-voting or postal ballot. If a member casts vote by both modes, then voting done through a valid e-Voting shall prevail and physical ballot form voting of that member shall be treated as invalid.
4. For detailed instructions on e-voting, please refer to the notes appended to the Notice to postal Ballot.
5. The Scrutinizer will collect the votes down loaded from the e-voting system and votes received through post to declare the final result for each of the Resolutions forming part of the Postal Ballot Notice.

INSTRUCTIONS.

Process and manner for members opting to vote by using the Postal Ballot Form:

1. Please complete and sign this Ballot Form (no other form or photo copy thereof is permitted) and send it so as to reach the Scrutinizer Mr. Ravishankar, Partner, M/s Ravi & Subramaniam, Practicing Company Secretaries appointed by the company not later than the closing working hours (5.00 PM) on 25th March, 2019. For this purpose, this self addressed prepaid Business Reply Inland Letter ("BR Letter") containing there in the Ballot form is being enclosed. Postage will be paid by the Company if posted in India.
2. This BR letter bears the name and address of the Registered Office of the company, and is to the attention of the Scrutinizer. However this BR Letter containing the Ballot Form(S) if deposited in person or sent by courier or registered /speed posted at the expense of the member will also be accepted.
3. The Ballot Form (containing in the BR Letter) is provided for the benefit of the members who do not have access to e-voting facility to enable them to send their assent/dissent by post.

To
Scrutinizer
Ravi & Subramanyam, Company Secretaries,
Unit : NCL Industries Limited,
7th Floor, ' NCL Pearl', Near Rail Nilayam,
S D Road, Secunderabad - 500 026.

4. The Form should be signed by the member as per the specimen signature registered with the Company/Depository Participants .In case of joint holdings, the Form should be completed and signed by the first named member and in his /her absence, by the next named joint holder. There will be one Form for every Folio/Client ID irrespective of the number of joint holders. A Power of Attorney (POA) holder may vote on behalf of a Member mentioning the registration number of the POA or enclosing an attested copy of the POA. Exercise of vote is not permitted through proxy.
5. For shares held by Companies, Bodies Corporate, Trusts, Societies etc; the duly completed Form should be accompanied by a certified true copy of the Board Resolution /Authorization together with attested specimen signature(s) of the duly authorized signatory (ies).
6. Votes should be cast in case of each resolution either in favor or against by putting the tick (v)mark in the column provided for assent/dissent. Members may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ Against" taken together should not exceed the member's total shareholding. If the shareholder does not indicate either "FOR or AGAINST" in case of any resolution, it will be treated as "ABSTAIN" for that resolution and the shares held will not be counted under either head.
7. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the company as on 15th February, 2019 ("Cutoff Date") as per the register of Members of the Company and as informed to the company by the Depositories in case of beneficial Owners.
8. Duly completed Forms should reach the Scrutinizer not later than the close of working hours (5.00PM) on 25th March, 2019. Ballot Forms received after 25th March, 2019 will be strictly treated as if the reply from the members has not been received.
9. A member may request for a duplicate Ballot form if so required. However the duly filled in and signed duplicate Form should reach the Scrutinizer to identify either the member not later than the date as specified at Sl. No.8 above.
10. Unsigned, incomplete improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced, or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the member or the number of votes or as to whether the votes are in favor or against or if the signature cannot be verified. The Scrutinizer's decision on the validity of a ballot will be final.
11. Member are requested not to send any other paper along with the Ballot Form in the enclosed self addressed envelope as all such envelopes will be sent to the Scrutinizer and any other paper found in such envelope would be destroyed by him. They are also requested not to write anything on the Ballot Form except giving their assent or dissent and putting their signature.
12. The results of the voting shall be declared on or before 28th March, 2019. Voting results shall be placed on the Company's website www.nclind.com and the same be communicated to the Stock exchanges where the company is listed i.e BSE and NSE on the same day