



PENNAR INDUSTRIES LIMITED

CIN: L27109AP1975PLC001919

Registered Office: Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500 084

Tel No.:+91 40 4006 1623

e-Mail ID: corporatecommunications@pennarindia.com Website: http://www.pennarindia.com

POSTAL BALLOT FORM **(To be returned to the Scrutinizer)**

Serial No. :

1. Name and Registered address of the Sole/first named:
2. Name(s) of the joint shareholder(s) if any:
3. Registered Folio/DPID and Client ID No:
4. No. of shares held:

E-VOTING

Users who wish to opt for E-voting may use the following login credentials.

EVSN (E-Voting Sequence Number)	USER ID	PASSWORD/PIN

Please follow steps for E-Voting procedure given in the Postal Ballot Notice or by logging on to:
<https://evoting.karvy.com>

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

Commencement of e-voting	End of e-voting
December 13, 2016 from 9.00 A.M.	January 11, 2017 at 5.30 P.M.

IN LIEU OF E-VOTING

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 Notice dated 30th November, 2016 of M/s. Pennar Industries Limited (the company), by conveying my/our assent or dissent to the said resolution by placing a tick mark in the appropriate box below:

Item No.	Description	No. of Equity Shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution making investments in excess of the limits prescribed under Section 186(2) of the Companies Act, 2013.			

Place:

Date:

Signature of shareholder

NOTE:

Members who do not have access to e-voting facility may send the Postal Ballot Form (*In lieu of E-voting*) duly completed. Kindly read the annexed instructions before filling the Form. Valid Postal Ballot Forms received by the Scrutinizer by 5.30 P.M., on 11th January, 2017 shall only be considered.

INSTRUCTIONS

1. Members desiring to exercise their vote by physical Postal Ballot Form should return the said Form duly completed and signed, in the enclosed self-addressed Business Reply Envelope to the Scrutinizer. The postage 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. The Postal Ballot Form(s) may also be deposited personally at the address given on the self-addressed Business Reply Envelope.
2. The duly completed Postal Ballot Form(s) should reach the Scrutinizer reach by 5:30 P.M., on 11th January, 2017 to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the Member.
3. In case of joint-holding, the Postal Ballot Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his / her absence, by the next named Member.
4. Unsigned, incomplete, improperly or incorrectly ticked Postal Ballot Forms shall be rejected.
5. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on 9th December, 2016 whether voting electronically or physically.
6. A Member cannot exercise his / her vote by proxy on postal ballot.
7. In case a Member is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send a request to M/s. Karvy Computershare Private Limited, Unit : Pennar Industries Limited, C/o M/s. Karvy Computershare Private Limited, Unit: M/s. Pennar Industries Limited, Karvy Selenium Tower B, RIS 6th Floor Plot No 31 & 32, Gachibowli, Financial District, Nanakaramguda, Seriligampalli, Hyderabad - 500 032. The Registrar and Transfer Agent of the Company shall forward the same along with postage prepaid self-addressed Business Reply Envelope to the Member.
8. Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot forms will be treated as invalid. The instructions for electronic voting are annexed to this Notice.
9. In case the shares are held by bodies corporate or by persons authorized under power of attorney, 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 or by an attested true copy of the Power of Attorney authorizing such person, as the case may be, along with a specimen signature of the said authorized representative or Power of Attorney holder. If the same is/are already registered with the Company/Depository Participant, please quote the Registration No. beneath the signature. Where the Postal Ballot Form has been signed by a representative of the President of India or by the Governor of a State, a certified true copy of the nomination should accompany the Postal Ballot Form.
10. The Members are requested not to send any other document along with the Postal Ballot Form in the enclosed self-addressed envelope as all such envelopes will be delivered to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
11. The Scrutinizer will submit his report to the Chairman/Managing Director after the completion of scrutiny of the postal ballots including e-voting. The result of the voting by postal ballot will be announced by the Chairman or any Director of the Company duly authorized prior to January 18, 2017 at the registered office of the Company and will also be displayed on the website of the Company (www.pennarindia.com), besides being communicated to the Stock Exchanges on the said date.
12. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.

13. The date of declaration of results of the postal ballot shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

14. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till 11th January, 2017.

15. The Scrutinizer's decision on the validity of Postal Ballot will be final.
