

**POSTAL BALLOT FORM***(For usage by Shareholders who are unable to use e-voting facility)*

Resolution number	Resolution	Vote		
		For	Against	Abstain
ORDINARY BUSINESS				
1	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2014.			
2	Appoint Messrs. B S R & Co., LLP, Chartered Accountants, Bangalore, as the Statutory Auditors of the Company.			
SPECIAL BUSINESS				
3	Appoint Mr. Vijai Kapur as an Independent Director on the Board of the Company.			
4	Appoint Air Chief Marshal S. Krishnaswamy (Retd.) as an Independent Director on the Board of the Company.			
5	Appoint Mr. Govind Mirchandani as an Independent Director on the Board of Company.			
6	Appoint Ms. Malavika Jayaram as an Independent Director on the Board of Company.			
7	Appoint Mr. Nalini Ranjan Mohanty as an Independent Director on the Board of Company.			
8	Appoint Mr. Ramesh Venkataraman as an Independent Director on the Board of Company.			
9	Approve mortgaging / creating charges on properties of the Company to secure the loans availed by the Company.			
10	Approve borrowing monies, where the monies borrowed together with the monies already borrowed, exceeds the aggregate of its paid-up capital and free reserves.			
11	Re-appoint Mr. Udayant Malhoutra as CEO & Managing Director of the Company for a term of 3 (three) years.			
12	Consider and approve the retirement of Mrs. Claire Louise Tucker, Director of the Company by rotation under section 152 of the Companies Act, 2013.			
13	Consider and approve ratification of remuneration agreed to be paid to M/s. Rao, Murthy and Associates, Cost Auditors of the Company.			

Name of the Shareholder:

Folio No.; DP ID/ Client ID:.....

Number of shares held

Place :

Date :

Signature of the Member/s

Please take care to:

1. Insert your name, the number of shares held by you, your folio number / DP ID / Client ID at the space provided in the ballot form.
2. You may please cast your vote against each of the resolutions (for / against / abstain from voting).
3. Please insert the date of signing the ballot form.
4. Ensure that you sign the ballot form.
5. Please use the enclosed business reply envelope for posting the ballot form so as to reach the Company on or before Wednesday, August 6, 2014.