



PRATIBHA INDUSTRIES LIMITED

CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai - 400043, Maharashtra, INDIA

Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai - 400071, Maharashtra, INDIA.

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POSTAL BALLOT FORM

(in lieu of E-voting)

Sr No. :

Name of the shareholder(s) (in block letters)
(including Joint Holder(s), if any) :

Postal Address :

Folio No. /DP ID & Client ID* :

No. of shares held :

EVS(N)(Electronic Voting Sequence Number) : 160927001

Sequence No./Default PAN :

** Applicable in case shares are held in electronic form.*

I/We hereby exercise my/our vote in respect of Resolutions to be passed through Postal Ballot Process as stated in the Postal Ballot Notice dated 21st September, 2016 of the Company by conveying my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below.

| Resolution No. | Short Description of Resolution | I / We assent to resolution (For) | I / We dissent to the resolution (Against) |
|----------------|--|-----------------------------------|--|
| 1 | Increase in Authorised Capital of the Company and Alteration of Capital Clause in the Memorandum of Association of the Company | | |
| 2 | Conversion of Debt into Equity Shares of the Company | | |

Place:

Date:

Signature of the Shareholder

NOTE: Kindly read the instructions printed overleaf before filling the form. Only valid Postal ballot forms received by the scrutinizer by 5.00 p.m. on 5th November, 2016 shall be considered.

INSTRUCTIONS

- 1 Shareholders, desiring to exercise vote by postal ballot, may fill up the Postal Ballot Form printed overleaf and submit the same in the attached self-addressed postage paid envelope which shall be properly sealed with adhesive or adhesive tape so as to reach the Scrutinizer by 5.00 p.m. on 5th day November, 2016. Postal Ballot received thereafter will strictly be treated as if not received.
- 2 The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Company. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot, if deposited in person or sent by courier/speed post at the expense of the shareholder will also be accepted.
- 3 The Company will not be responsible if the envelope containing the Postal Ballot is lost in transit.
- 4 Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of such forms will be final.
- 5 A shareholder can opt for only one mode of voting i.e. either through e-voting or by Postal Ballot. If a shareholder casts votes by both modes, then voting done through Postal Ballot shall prevail and voting through e-Voting shall be treated as invalid.
- 6 The right of voting by Postal Ballot Form shall not be exercised by a proxy.
- 7 To avoid fraudulent transactions, the identity/signature of the shareholders holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of shareholders holding shares in physical form is verified as per the records of the share transfer agent of the Company viz. Link Intime India Pvt. Ltd. Shareholders are requested to keep the same updated.
- 8 There will be only one Postal Ballot Form for every Folio/DP ID Client ID irrespective of the number of joint holders.
- 9 In case of joint holders, the Postal Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholder. Postal Ballot Form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Postal Ballot Form from other joint holders.
10. In case of shares held by companies, trusts, societies etc., a duly completed Postal Ballot Form should be signed by its authorised signatory. In such cases, the duly completed Postal Ballot Form should also be accompanied by the a certified copy of the Board Resolution/Authority together with the specimen signature(s) of the duly authorised signatory(ies)
11. Only a member 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 for information only.
12. A member need not use all his/her votes nor does he/she need to cast his/her votes in the same way.
13. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid envelopes in as much 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.
14. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the member on the cut-off date i.e. 30th September, 2016.