



INDOFIL INDUSTRIES LIMITED

CIN : U24110MH1993PLC070713

Regd. Office : Kalpataru Square, 4th Floor, Kondivita Road, Off Andheri Kurla Road, Andheri (East) Mumbai - 400 059, Tel : 022-6663 7373, Fax : 022-2832 2276

E-mail : indofil-icc@modi.com website : www.indofil.com

POSTAL BALLOT FORM

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

Serial No

- Name & Address of the Sole/ First named Shareholder as registered with the Company** :
- Name(s) of the Joint Shareholders if any, registered with the Company** :
- Registered Folio No./ DPID No. & Client ID No. (applicable to Shareholders holding shares in Electronic Form)** :
- No. of shares held** :
- I / We hereby exercise my / our vote in respect of the following Ordinary Resolution (Item 1) and Special Resolution (Item 2) to be passed through Postal Ballot for the business stated in the Notice dated November 14, 2019 of the Company by sending my/our assent (FOR) or dissent (AGAINST) to the said Resolution by placing the tick (✓) mark at the appropriate box below. (A tick (✓) mark shall be placed in relevant box)**

| Item No. | Description | No. of Shares held | I / We assent to the Resolution (FOR) | I / We dissent to the Resolution (AGAINST) |
|----------|---|--------------------|---------------------------------------|--|
| 1. | Appointment of Dr. (Mrs.) Bina Modi (DIN - 00048606) as a Director of the Company | | | |
| 2. | Appointment of Dr. (Mrs.) Bina Modi (DIN - 00048606) as the Chairperson and Managing Director of the Company for a period of 5 years w.e.f. November 14, 2019 | | | |

Place :

Date :

Signature of the Member

ELECTRONIC VOTING PARTICULARS

| EVEN (Electronic Voting Event Number) | USER ID | PASSWORD/PIN |
|--|---------|--------------|
| | | |

Note :

Please read the instructions printed overleaf carefully before exercising your vote

P.T.O.

INSTRUCTIONS

- 1 A Member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage-prepaid self-addressed Business Reply Envelope. 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 Member, will also be accepted.
- 2 The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
- 3 This form should be completed and signed by the Member. In case of joint holding, this form should 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 In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a Certified True Copy of Board Resolution / Power of Attorney / attested Specimen Signatures etc.
- 5 Consent must be accorded by placing a tick mark (✓) in the column 'I assent to the Resolution' or dissent must be accorded by placing a tick mark (✓) in the column 'I dissent to the Resolution'
- 6 The votes of a Member will be considered invalid on any of the following grounds:
 - a. if the Postal Ballot Forms are unsigned, incomplete or incorrectly filled;
 - b. if the Member's signature does not tally;
 - c. if the Member has marked his/her/its vote both 'FOR' and 'AGAINST' in the Postal Ballot Form in such a manner that the aggregate shares voted 'FOR' and 'AGAINST' exceeds the total number of shares held under serial no. 3 of the Postal Ballot Form;
 - d. if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member, or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or it is difficult to verify the signature, or one or more of the above grounds.
- 7 Duly completed envelopes addressed to the Scrutinizer containing the Postal Ballot Form should reach Mr Mukesh Siroya, The Scrutinizer, Indofil Industries Limited, C/o. Mas Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase- II, New Delhi -110 020 by or before 5 p.m. on Saturday, January 4, 2020. All Postal Ballot Forms received after the above time and date will be treated as if reply/Postal ballot Form from such shareholder has not been received.
- 8 A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in clause (7) above.
- 9 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.
- 10 A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
- 11 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. November 29, 2019.
- 12 The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
- 13 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 as an intimation only.
- 14 Voting through electronic mode:
 - (i) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
 - (ii) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
 - (iii) A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
 - (iv) Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is : |
|--|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| a) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****. |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company For example if folio number is 001**** and EVEN is 112661 then user ID is 112661001**** |

- (v) Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in Physical Form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address
- (vi) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Passwords?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "Physical User Passwords?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL
- (vii) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- (viii) Now, you will have to click on "Login" button.
- (ix) After you click on the "Login" button, Home page of e-Voting will open.
- (x) After successful login, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- (xi) After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- (xii) Select "EVEN" 112661 of Indofil Industries Limited.
- (xiii) Now you are ready for e-Voting as the Voting page opens.
- (xiv) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- (xv) Upon confirmation, the message "Vote cast successfully" will be displayed
- (xvi) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
- (xvii) Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for Shareholders

- 1 Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested Specimen Signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to siroyam@gmail.com with a copy marked to evoting@nsdl.co.in.
- 2 It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Passwords?" or "Physical User Reset Passwords?" option available on www.evoting.nsdl.com to reset the password.
- 3 In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.