



Moser Baer India Limited

43B, Okhla Industrial Estate, Phase – III, New Delhi-110020

POSTAL BALLOT FORM

Serial No. _____

- (1) Name & Address of the Shareholder(s)
Including Joint-holders
(IN BLOCK LETTERS)
- (2) Registered Folio No./ DP ID No. -
Client ID No.*
*(Applicable to investors holding share
in demat form)
- (3) No. of Shares held
- (4) E-mail ID
- (5) I/We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot for the businesses stated in the Notice of the Company by sending my/our assent or dissent to the said Resolutions by placing tick (✓) mark at the appropriate box below.:

Resolution no. and Description	No. of Shares for which vote cast	I/We assent to the resolution	I/We dissent to the resolution
Resolution no. 1 (as a Special Resolution) Approval of Corporate Debt Restructuring Scheme			
Resolution no. 2 (as a Special Resolution) Preferential allotment under Section 81(1A)			

Place
Date

Signature of the Shareholder

NOTES: PLEASE READ THE INSTRUCTIONS PRINTED OVERLEAF CAREFULLY BEFORE EXERCISING YOUR VOTE

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting System Sequence Number)	User ID	Password/PIN

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NOTES/INSTRUCTIONS

Physical Vote

- Pursuant to the provisions of Section 192A of the Companies Act, 1956 read with Companies (Passing of resolution by Postal Ballot) Rules 2011, the assent or dissent of the members in respect of the Resolutions contained in the Postal Ballot Notice dated March 29, 2013 is being determined through postal ballot.
- The votes should be cast either in favour or against by putting the tick (✓) Mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the column will render the form invalid.
- The Company has appointed Mr. D P Gupta, Practicing Company Secretary as the Scrutinizer for conducting the postal ballot process.
- The Company has appointed Mr. Deepak Puri, Chairman & Managing Director, Ms. Minni Katariya, Head-Legal & Company Secretary and Mr. S K Mata, Authorised Signatory, as the persons responsible for the entire postal ballot voting process.
- A member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the scrutinizer not later than the date specified hereinbefore. Request for issue of duplicate ballot form shall not be entertained after May 5, 2013.
- Voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders on March 22, 2013.
- The Scrutinizer will submit his final report as soon as possible after the last date of receipt for postal ballot but not later than closing of business hours on May 18, 2013.
- The Chairman of the Board and in his absence, any person authorized by the Chairman will **announce the result** of the postal ballot at the Registered Office of the Company at 43B, Okhla Industrial Estate, Phase-III, New Delhi-110020 (India) on **May 20, 2013** at 1800 hours. The members, who wish to be present at the time of declaration of the results, may do so at the said venue. The date of declaration of postal ballot result will be taken to be the date of passing of the Special Resolution.
- The Result of the postal ballot will also be published in the newspapers within 48 hours of the declaration of the results and will be placed at the website of the Company.
- Shareholders desiring to exercise voting right by Postal Ballot may complete the Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed pre-paid envelope. Postage will be borne and paid by the Company. *However, envelope containing Postal Ballot Forms, if sent by courier/registered post at the expense of shareholder will also be accepted.*
- The Postal Ballot Form should be completed and signed by the Sole/First named Shareholder. In the absence of the first named shareholder in a joint holding, the Form may be completed and signed by the next named Shareholder. *(However, where the Form is sent separately by the first named Shareholder and the Joint holder(s), the vote of the first named Shareholder would be valid).*
- 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 the Board Resolution/Authority, with signature(s) of Authorised Signatory(ies).
- Postal Ballot cannot be exercised by a Proxy.
- Incomplete, unsigned or incorrectly filled Postal Ballot Forms are subject to rejection by the Scrutinizer.
- Members are requested not to send any other matter along with the Postal ballot Form in the enclosed pre-paid postage self-addressed envelope. If any extraneous papers are found, the same will be destroyed by the scrutinizer.
- All documents referred to in the accompanying Notice & Explanatory Statement are open for inspection at the Registered office of the Company on all working days except Saturdays and Sundays between, 11.00 am to 1 pm upto May 15, 2013.

Electronic Vote

The Company is extending its offer of e-voting facility as an alternate, for its members to enable them to cast their vote electronically instead of dispatching Postal Ballot. The procedure for the same is as under:

- Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com.
- Now click on "Shareholders" tab to cast your votes.
- Now, select the Electronic Voting Sequence Number - "EVSN" alongwith "**MOSEBAER**" from the drop down menu and click on "SUBMIT".
- Now, fill up the following details in the appropriate boxes:

User-ID	For Members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- • Folio Number registered with the Company
Password	Your Unique password is printed on the Postal Ballot Form
PAN*	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department when prompted by the system while E voting

*Members who have not updated their PAN with the Company / Depository Participant are requested to contact company on shares@moserbaer.net for obtaining default number for log-in.

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in Physical form will then reach directly to the voting screen.
- Members holding shares in Demat form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of atleast one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password is to be also used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.
- If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any company, then your existing login id and password are to be used.
- For Members holding shares in physical form, the password and default number can be used only for e-voting on the resolutions contained in this Postal Ballot Notice.
- On the voting page, you will see Resolution Description and against the same the option 'YES/NO' for voting. Enter the number of shares (which represents number of votes) under YES/NO or alternatively you may partially enter any number in YES and partially in NO, but the total number in YES and NO taken together should not exceed your total shareholding.
- Click on the Resolution File Link if you wish to view the entire Postal Ballot Notice.
- Enter the number of shares (which represent no. of votes) under each of the headings of resolution, if you want to vote YES/NO, but not exceeding your total holding.
- After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you have voted on a resolution, you will not be allowed to modify your vote.
- You can log in any number of times till you have voted on all these resolutions or till the end of the voting period (i.e. till the last date of receipt of Postal Ballot), whichever is earlier.
- Kindly note that the members can opt only one mode for voting i.e. either by Physical ballot or e-voting. If you are opting for e-voting, then do not vote physical ballot also and vice versa. However, in case member(s) cast their vote both via physical ballot or e-voting, then voting done through physical ballot shall prevail and voting done by e-voting will be treated as invalid.
- In addition to above, the non-individual members, like Body Corporate, FIs, Mutual Funds, Banks, Trust, etc., who opt for e-voting, are also required to submit Board Resolution/Power of Attorney authorizing any person to exercise the Voting Power on their behalf. Scanned copies of such documents are required to be sent to CDSL through e-mail at helpdesk.evoting@cdslindia.com. The file containing the said documents should be named as "Member's name_130402001". The documents can be sent before /immediately after casting the vote. However, in case the same do not reach CDSL before closure of voting, the vote so exercised will be rejected in the system.
- If you wish to provide feedback on the e-voting system click on 'Suggestions'. In case you have any queries or issues regarding e-voting, please contact helpdesk.evoting@cdslindia.com, or shares@moserbaer.net.