



THE INDIAN CARD CLOTHING COMPANY LIMITED

Registered Office : "Katariya Capital", A-19, Vidyut Nagar Society,
Lane No. 5, Koregaon Park, Pune - 411001;
CIN : L29261PN1955PLC009579;
E-mail : investor@cardindia.com; Website: www.cardindia.com;
Telephone : +91-20-67436700; Fax : +91-20-67436777.

POSTAL BALLOT FORM

(To be returned to the Scrutinizer appointed by the Applicant Company)

Serial No.:_____

Name & Registered Address of the
Sole / first named Shareholder:

Name(s) of the Joint holder(s) if any :
(In Block Letters)

Registered Folio No. / _____ :
*DP ID & Client ID
(*Applicable to Shareholders holding
shares in dematerialized form)

Class of Share _____ : Equity

Number of equity shares held _____ :

I / We hereby exercise my / our vote(s) in respect of the undermentioned resolutions as special business stated in the Postal Ballot Notice of the Company dated February 5, 2019, by conveying my / our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below:

| Item No. | Particulars | Type of Resolution | No. of Equity Shares for which votes cast | I / We assent to the resolution (FOR) | I / We dissent to the resolution (AGAINST) |
|----------|--|--------------------|---|---------------------------------------|--|
| 1 | Continuation of office of Mr. Jyoteendra Kothary (Director Identification Number - 00015254) as an Independent Director of the Company | Special | | | |
| 2 | Re-appointment of Mr. Jyoteendra Kothary (Director Identification Number - 00015254) as an Independent Director of the Company, for a second term of 3 (three) consecutive years, commencing from July 31, 2019 to July 30, 2022 | Special | | | |
| 3 | Appointment of Mr. Sanjeevkumar Karkamkar (Director Identification Number – 00575970), Non-Executive & Non-Independent Director, as a consultant of the Company | Special | | | |

Place:_____

Date: _____

(Signature of the Member)

ELECTRONIC VOTING PARTICULARS

| EVEN (E Voting Event Number) | User ID | Password / PIN |
|---------------------------------|---------|----------------|
| | | |

Note : Please read the complete instructions mentioned overleaf.

INSTRUCTIONS:

- 1) The Company is pleased to offer electronic voting (e-voting) facility as an alternate, for all the members of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Post Ballot Notice dated February 5, 2019.
- 2) Member(s) who do not have access to e-voting facility, can exercise their votes by filling this Postal Ballot Form.
- 3) Member(s) can opt for only one mode of voting i.e. either by physical postal ballot or e-voting. In case the 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.
- 4) A member desiring to exercise his / her vote by Postal Ballot Form should complete this Postal Ballot Form (printed overleaf), sign and send it to the Scrutinizer, Mr. Ved Prakash, Designated Partner, M/s. S. Anantha & Ved LLP, Company Secretaries, in the enclosed self-addressed business reply envelope.
- 5) Duly completed Postal Ballot Form should reach to the Scrutinizer not later than the close of working hours (05:00 p.m.) on March 26, 2019. The Scrutinizer will submit his report to the Chairman / any other Director of the Company after the completion of scrutiny on or before March 28, 2019.
- 6) Member(s) are requested to exercise their voting rights by using the attached original Postal Ballot Form only.
- 7) In case a Member desirous of obtaining a printed Postal Ballot Form, he or she may send their request through email to investor@cardindia.com.
- 8) The vote should be casted either in favour or against the resolution by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing tick (✓) mark in respect of the same need to cast all his votes in the same way. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- 9) The Postal Ballot Form should be completed and signed by the Member. There will be one Postal Ballot Form for every Folio / DP ID & Client ID irrespective of the number of joint holders. In case of joint shareholding, this Form should be completed and signed by the first named Member and/or his attorney provided the Power of Attorney has been earlier registered with the Company. In the absence of the first named Member, the Form may be completed and signed by the next named Member. However, where the Form is sent separately by the first named Member and the joint holder(s), the vote of the first named Member would be valid. Voting rights in the postal ballot cannot be exercised by a proxy, though corporate and institutional Members shall be entitled to vote through authorized representatives with proof of their authorization.
- 10) The Postal Ballot form should be completed and signed by the Members. In the case of joint shareholding, this form should be completed and signed by the first named member and in his absence, by the next named member(s). Unsigned Postal Ballot Form will be rejected. The signature on the Postal Ballot Form must tally with the specimen signature registered with the Company.
- 11) In case of shares held by the body corporate, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution / Authorization, together with the specimen signature(s) of the duly authorized signatories.
- 12) Members, whose names appear in the Register of Members / list of Beneficial Owners received on the cut-off date i.e. February 8, 2019, (as on the close of working hours) will be considered for the purpose of voting.
- 13) Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed business reply envelope as all such envelopes will be sent to the Scrutinizer and any extra paper found in such envelope would be destroyed by the Scrutinizer.
- 14) There will be only one Postal Ballot Form for every folio irrespective of the number of joint member(s).
- 15) A Member need not use all the votes nor does he need to cast all the votes in the same way.
- 16) Incomplete, unsigned or incorrectly filled Postal Ballot Forms will be subject to rejection by the Scrutinizer. Members are requested to fill the Form in indelible ink and not in any erasable writing mode.
- 17) The Company will not be responsible if the envelope containing the Postal Ballot Form is lost in transit.
- 18) The Scrutinizer's decision on the validity of a Postal Ballot Form will be final and binding.
- 19) The right of e-voting and Postal Ballot Form shall not be exercised by a Proxy.
- 20) The results of the Postal Ballot will be declared on Thursday, March 28, 2019, 04:00 p.m. at the Registered Office of the Company and will be posted on the Company's website i.e. www.cardindia.com and also communicated to the Stock Exchanges, i.e. BSE Limited and The National Stock Exchange of India Limited (where the Company's shares are listed) and on the website of Karvy Fintech Private Limited.