



Vishnu Chemicals Limited

CIN: L85200TG1993PLC046359

Regd. & Corporate Office: Plot No. C-23, Road No. 8, Film Nagar, Jubilee Hills, Hyderabad - 500033

Tel: +91-40-23327723, Fax: +91-40-23314158 Website: www.vishnuchemicals.com Mail Id: vishnu@vishnuchemicals.com

POSTAL BALLOT FORM

1. Name & Registered Address of the sole / :
first named member

2. Name(s) of the Joint-holder(s), if any :

3. Folio No./DP ID*/Client ID* :
(*Applicable only to members holding
equity shares in dematerialised form)

4. Number of equity share(s) held :

I / we hereby exercise my / our vote(s) in respect of the following resolution(s) to be passed by means of Postal Ballot for the business stated in the Postal Ballot and E-Voting Notice dated December 14, 2017, issued by the Company, by conveying my / our assent or dissent to the said resolution(s) by placing a tick mark (-') in the appropriate box below:

Item No.	Resolution summary	No. of Shares held by me/ us	I/We assent to the resolution (FOR) Please tick (./)	I/We dissent from the resolution (AGAINST) Please tick (./)
1.	Issue of further 7% Cumulative Redeemable Preference Shares (CRPS) of face value of Rs.10/- (Rupees Ten only) each under sub-section (3) of section 55 read with section 48 of the Companies Act, 2013, and rules made thereunder and/or Extension of due date of Existing RPS till 31.03.2028.			
2.	Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association of the Company.			
3.	Appointment of Mr. Pradip Saha (DIN: 07677683) as an Independent Director of the Company.			

Place :

Date :

Signature of the member

Note: Please read carefully the instructions given overleaf before exercising your vote.

Members opting to vote through electronic voting (e-voting), instead of voting through the physical Postal Ballot, may access the e-voting facility through the web link <https://www.evotingindia.com> and read carefully the detailed instructions provided in the Postal Ballot and E-voting Notice sent herewith before exercising your vote. The facility to exercise vote(s) by means of Postal Ballot, including voting through e-voting will be available during the following period:

Commencement of voting :	End of voting :
From 10.00 am (IST) on Thursday, December 28, 2017	Up to 5.00 pm (IST) on Friday, January 26, 2018

The voting will not be allowed beyond 5.00 pm IST on Friday, January 26, 2018 and e-voting shall be disabled by CDSL upon expiry of the aforesaid date and time.

INSTRUCTIONS

1. If a member exercises voting rights through voting by electronic means ("e-voting"), the Postal Ballot Form need not be sent to the Company.
2. A member desirous for exercising vote by physical Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed pre-stamped Business Reply Envelope.
3. A member may vote through e-voting as per "Information and Instructions relating to e-voting" provided in the Postal Ballot and E-voting Notice sent herewith.
4. The Postal Ballot Form should be completed and signed by the member as per the specimen signature registered with the Company/ RTA. In case of joint holding, the same should be completed and signed by the first-named member and in his / her absence, by the next-named member.
5. Corporate / Institutional Members (that is, other than Individuals, HUF, NRI, etc.) opting for physical Postal Ballot are also required to send certified true copy of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer along with the Postal Ballot Form.
6. The consent must be accorded by recording the assent in the column "**FOR**" and dissent in the column "**AGAINST**" by placing a tick mark (./) in the appropriate box.
7. The vote(s) of a member will be considered invalid *inter alia* on any of the following grounds:
 - a. Postal Ballot Form other than one issued by the Company is used
 - b. if the member s signature does not tally
 - c. if the member has put a tick mark (./) in both the columns, that is, for "**Assent**" and also for "**Dissent**" to the resolution in such manner that the aggregate shares voted for "**Assent**" and "**Dissent**" exceed the total number of shares held
 - d. if the Postal Ballot Form is unsigned, incomplete or incorrectly filled
 - e. if the member has made any amendment to the resolution or imposed any condition while exercising his vote
 - f. if the Postal Ballot Form is received torn or defaced or mutilated
 - g. any competent authority has given directions in writing to the Company to freeze the voting rights of the member.
8. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before 5:00 p.m. (IST) on Friday, January 26, 2018. If any Postal Ballot Form is received after this date and time, it will be strictly treated as if reply from such member has not been received.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member / beneficial owner as on Friday, December 15, 2017 (cut-off date).
10. A member may download a duplicate Postal Ballot Form, if so required, from the website of the Company www.vishnuchemicals.com. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than 5:00 p.m. (IST) on Friday, December 15, 2017.
11. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed pre-stamped Business Reply Envelopes. Any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not act on the same.

