



bajaj hindusthan ltd.

Registered Office: Bajaj Bhawan, 2nd Floor, Jammalal Bajaj Marg, 226, Nariman Point, Mumbai - 400 021

POSTAL BALLOT FORM

SERIAL NO:

1. Name(s) of shareholder (s) (including Joint-holders, if any)

2. Registered Address of the Sole/ First named shareholder

3. Registered Folio Number/ DP ID No./Client ID No.* (Applicable to shareholders holding Shares in dematerialized form)

4. Number of Equity Share(s) held

5. I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through postal ballot for the business stated in the Notice of the Company dated June 21, 2013 by sending my/our assent or dissent to the said resolution by placing the tick (✓) mark at the appropriate box below:

(Important Note for Voting: To ensure valid and proper voting on the Ballot Paper, please: i) Fill in Col. (1) for the number of shares being voted, ii) Tick (✓) the Col. (2) for voting (FOR) and/or Tick (✓) the Col. (3) for voting (AGAINST) and iii) Sign this Ballot Paper and post it in the pre-paid envelope)

Table with 5 columns: Item No., No. of shares being voted, I/We assent to the resolution (FOR), I/We assent to the resolution (AGAINST), and a blank column for voting. It contains three rows of resolutions regarding remuneration and share sales.

Place: Date: Signature of the shareholder*

(*In case of authorized representative of a body corporate, certified true copy of the relevant authorization viz. Board Resolution/Power of Attorney should be sent along with Ballot Form)

ELECTRONIC VOTING PARTICULARS

Table with 4 columns: EVEN (E-Voting Event Number), User ID, Password, and a blank column.

Note: For e-voting, please refer the instructions under "E-Voting Facility" in the Notice attached herewith. Last date for receipt of Postal Ballot Form by the Scrutinizer : 07/08/2013



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INSTRUCTIONS

Instructions to members opting for voting in paper mode (Sr. No. 1 to 11)

1. The Company is providing voting through Postal Ballot only. A Member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if deposited in person or sent by courier at the expense of the Shareholder will also be accepted. **The Company also offers e-voting facility. Please see instruction in Sr. No.12 below for details.**
2. The self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
3. This Postal Ballot Form should be completed and signed by the Member as per the specimen signature registered with the Company. In case of joint holding, this form should be completed and signed by the first named Member and in his/her absence, by the next named Member. Unsigned /Blank Postal Ballot Form will be rejected.
4. Where the Postal Ballot Form has been signed by an authorized representative of a body corporate, a certified true copy of the relevant authorization to vote on the Postal Ballot should accompany the Postal Ballot Form. Where the form has been signed by a representative of the President of India or of the Governor of a State, a certified copy of the nomination should accompany the Postal Ballot Form. A Member may sign the form through an Attorney appointed specifically for this purpose, in which case an attested copy of the Power of Attorney should be attached to the Postal Ballot Form.
5. A Member need not use all his votes nor he needs to cast all his votes in the same way.
6. Duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than the close of working hours on Wednesday, August 7, 2013. All Postal Ballot Form(s) received after this date will be strictly treated as if the reply from such Member has not been received.
7. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified at item 6 above.
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Member on the cut-off date i.e. June 28, 2013.
9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed business reply envelope. Any extraneous paper found in such envelope will be destroyed by the Scrutinizer.
10. The Scrutinizer's decision on the validity of the Postal Ballot Form will be final.
11. The results of the Postal Ballot will be declared at the Registered Office of the Company as specified in the Notice. The results will be thereafter published in newspapers and communicated to the Stock Exchanges for the information of the Members. The results of the Postal Ballot will also be posted on the website of the Company <http://www.bajajhindusthan.com>

Instructions to members opting for E-Voting (Sr. No. 12 to 15)

12. **The Company is pleased to offer e-voting facility as an alternate, for its members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form by post. For exercising e-voting facility, the User ID and initial Password are provided at the bottom of the Postal Ballot Form and the detailed procedure is enumerated below:**

E-VOTING

A. In case of shareholders receiving e-mail from NSDL

- a. Open e-mail and open PDF file viz. "BHL e-Voting.pdf" with your Client ID or Folio No. as password containing your user ID and password for e-voting. Please note that the password is an initial password.
- b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>
- c. Click on "Shareholder" - "Login"
- d. Put user ID and password as initial password noted in step (a) above. Click Login.
- e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. Home page of "e-Voting" opens. Click on "e-Voting":-- Active Voting Cycles.
- g. Select "EVEN" of Bajaj Hindusthan Limited
- h. Now you are ready for "e-Voting" as "Cast Vote" page opens.
- i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- j. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at kadhikari@bajajhindusthan.com with a copy marked to evoting@nsdl.co.in.

B. In case of shareholders other than in (A) above

- a. Initial password is provided at the bottom of the Postal Ballot Form. Please follow all steps from Sr. No. (b) to Sr. No. (j) above, to cast vote.

13. **The date of commencement of e-voting is Tuesday, July 9, 2013 and the last date for e-voting is Wednesday, August 7, 2013. The e-voting module will be disabled for voting thereafter by NSDL.**
14. Members can opt for only one mode of voting i.e. either by physical ballot or by electronic mode. If the Member opts for Voting by electronic mode, then he/she should not vote by physical ballot also and vice-versa. However, in case Member(s) cast their vote both by physical ballot and by electronic mode, then voting done by physical shall prevail and voting done by electronic will be treated as invalid.
15. Kindly note that vote once cast cannot be modified.
16. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for Members available at the "downloads" section of www.evoting.nsdl.com or call on (022) 24994600.
17. If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.

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- b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>
- c. Click on "Shareholder" - "Login"
- d. Put user ID and password as initial password noted in step (a) above. Click Login.
- e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. Home page of "e-Voting" opens. Click on "e-Voting":-- Active Voting Cycles.
- g. Select "EVEN" of Bajaj Hindusthan Limited
- h. Now you are ready for "e-Voting" as "Cast Vote" page opens.
- i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- j. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at kadhikari@bajajhindusthan.com with a copy marked to evoting@nsdl.co.in.

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