

Polling Through Postal Ballot/ e-voting will be open from 27.11.2018 to 26.12.2018

POSTAL BALLOT FORM

19th Nov, 2018

I/ We hereby exercise my/ our vote in respect of the Resolutions to be passed through Postal Ballot for the business stated in the Notice dated 27.10.2018 of DCM Shriram Industries Ltd. by sending my/ our assent or dissent to the said Resolutions by placing (√) mark at the appropriate box(es) below:

Item No.	Description	No. of shares	I/ We assent to the Resolution	I/We dissent to the Resolution
1	Ordinary Resolution for approval to the appointment of Shri Sanjay Chandrakant Kirloskar as an Independent Director of the Company w.e.f. 01.09.2018.			
2	Special Resolution for approval to the reappointment of Shri S.C. Kumar as an Independent Director of the Company w.e.f. 01.04.2019.			
3	Special Resolution for approval to the re-appointment of Shri S.B. Mathur as an Independent Director of the Company w.e.f. 01.04.2019.			
4	Special Resolution for approval to the reappointment of Shri Ravinder Narain as an Independent Director of the Company w.e.f. 01.04.2019.			
5	Special Resolution for approval to the re-appointment of Shri P.R.Khanna as an Independent Director of the Company w.e.f. 01.4.2019.			
6	Special Resolution pursuant to SEBI (LODR) (Amendment) Regulations, 2018 authorizing payment of remuneration to Executive Directors, Shri Tilak Dhar, CMD, Shri Alok B. Shriram, VC & DMD and Shri Madhav B. Shriram, DMD, who are also promoters, as per limits approved by the shareholders on 11.8.2018 ,which is within the overall limit under Section 197 of the Companies Act,2013			
7	Special Resolution u/s 180(1)(c) of the Companies Act, 2013 authorizing the Board to borrow monies for the business of the Company subject to a limit of up to Rs.1000 cr.			
8	Special Resolution u/s 180(1)(a) of the Companies Act, 2013 authorizing the Board to approve creation of charge/ mortgage/hypothecation to secure the Company's borrowings.			
9	Special Resolution u/s 62(3) of the Companies Act, 2013 authorizing the Board to approve conversion of debt to equity under certain events pursuant to RBI Guidelines on Strategic Debt Restructuring, as per terms of borrowing.			

Place:

Signature of the Member

Date :

Electronic voting particulars

The e-voting facility is available at the at the link <https://evoting.karvy.com>. The electronic voting particulars are set out as follows:

EVEN [E-Voting Event Number]	User ID	Password

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 self addressed postage prepaid envelope. However, any envelope containing Postal Ballot Form, if deposited in person or if sent by courier or by registered post or speed post at the expense of the Member will also be accepted.
2. Please convey your assent/ dissent in this Postal Ballot Form. The assent or dissent received in any other Form shall not be considered valid.
3. This Form should be duly completed and signed by the Member as per the specimen signature registered with the Company or furnished by National Securities Depository Ltd./Central Depository Services (India) Ltd. to the Company, in respect of shares held in the physical form or dematerialized form, respectively. In case of joint holding, this Form should be completed and signed by the first named joint holder and in his absence, by the next named joint-holder of the joint holding.

Where an authorized representative of a body corporate has signed the Postal Ballot Form, a certified copy of the relevant authorization to vote on the Postal Ballot should accompany the Postal Ballot Form or should be filed with the Company before the last date for exercise of Ballot.

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.

4. Unsigned Postal Ballot Form will be rejected.
5. Kindly ensure that duly completed Postal Ballot Form reaches the Scrutinizer not later than the 26th day of December, 2018. Postal Ballot Form received after this date will be strictly treated as if the reply from the Member has not been received.
6. A Member may request for a duplicate Postal Ballot Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction 5 above.
7. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Member as on 16th day of November, 2018.
8. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope. The Scrutinizer would destroy any extraneous paper found in such envelope.
9. A member has the option not to use all his votes in the same way.
10. The scrutinizer's decision on the validity of the Postal Ballot will be final.