

Mac Charles (India) Limited

CIN : L55101KA1979PLC003620

Registered Office: 28, Sankey Road, Bangalore- 560052

Phone: (080) 2226 2233; 2228 2828 ; Fax: (080) 2226 7676

Email: secretarial@lemeridienbangalore.com; Website: www.maccharlesindia.com

POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

1. Name and address of the sole/first :
named shareholder as registered
with the Company
2. Name(s) of the joint shareholder(s), :
if any, registered with the Company
3. Registered Folio No./ DP ID No./ :
Client ID No.* :
*(Applicable to investor holding
shares in dematerialized form)
4. Number of Share(s) held :
5. I/We hereby exercise my/our vote in respect of the Resolution to be passed through Postal Ballot for the Special Business stated in the Postal Ballot Notice dated March 30, 2019 , by recording my/our assent or dissent to the said Resolutions by placing a tick (✓) mark at the appropriate box below:

Sl/ No.	Description	No. of shares	I/We Assent to the Resolution (For)	I/We Dissent to the Resolution (Against)
1	Special Resolution To alter Clause III A Main Objects clause of the Memorandum of Association of the Company			
2	Ordinary Resolution To approve Re-appointment and remuneration of Mr Suresh K Badlaney as Manager for a period of 2 years with effect from 30-01-2019			
3	Ordinary Resolution To ratify agreement to sell entered into with LJ-Victoria Properties Private Limited towards purchase of property, cancellation of the said agreement and obtain refund of the advance amount of Rs 198.80 crore alongwith lump sum interest of Rs 30 crore			
4	Special Resolution: Appointment of Mr C B Pardhanani, who has attained the age of 75 years, as a Non Executive Director, who will be subject to retirement by rotation			
5	Special Resolution: Extension of tenure of Inter Corporate Deposit given to Embassy Property Developments Private Limited for Rs 35 crore upto 31-03-2020			
6	Ordinary Resolution: Investment/Acquisition by way of purchase of equity shares representing 100 % of shareholding of Blue Lagoon Real Estate Private Limited and Neptune Real Estate Private Limited, which are related parties for a consideration not exceeding Rs. 205 crore			

Place:

Date:

Signature of the Shareholder

Note: Please read the instructions printed overleaf and the notes forming part of the Postal Ballot Notice carefully before exercising the vote.

INSTRUCTIONS

The e-voting facility is available at the link <https://www.evotingindia.com>

The voting facility will be available during the following voting period:

Commencement of Voting	End of Voting
Friday, 19 th April 2019 @ 10 a.m. IST	Saturday, 18 th May 2019 @ 5 p.m. IST

A Member can opt for only one mode of voting i.e. either through e-voting or by postal ballot. If a Member cast votes by both modes, then voting done through e-voting shall prevail and postal ballot shall be treated as invalid.

1. A Member entitled to vote and desirous of exercising his/her/its vote by Postal Ballot may complete this Postal Ballot Form ("Form") and send it to the Scrutinizer in the attached self-addressed pre-paid envelope. Inland Postage will be borne and paid by the Company. However, any envelope containing postal ballot if deposited in person or sent by courier at the expenses of the Member will also be accepted. It is however, clarified that members desiring to exercise their vote from outside of India will have to arrange for postage from the country where the ballot papers are dispatched to the Scrutinizer.
2. The self-addressed stamped envelope bears the address of the 'Scrutinizer' appointed by the Board of Directors of the Company.
3. A member may convey his/her/its dissent in the postal ballot form. The consent of the Member 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 column. Assent or dissent received in any other form or manner will not be considered valid.
4. This Form must be completed and signed by the Member. In case of Joint-holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his absence, by the next named Member. Unsigned, incomplete, improperly or incorrectly ticked Postal Ballot Forms shall be rejected.
5. The Postal ballot vote shall not be exercised by a proxy.
6. A member neither needs to use all his/her/its votes nor cast his/her/its votes in the same way.
7. Duly completed Postal Ballot Form should be sent so as to reach Mr. Umesh P. Maskeri., Scrutinizer for Postal Ballot of Mac Charles (India) Limited, C/o BgSE Financials Limited, RTA Division, No. 51, 1st Cross, J C Road, Bangalore-560027 on or before 17.00 hours on Saturday, May 18, 2019. All Postal Ballot Forms received after this date will be treated as if reply from such member has not been received.
8. In case of shares held by companies, trust, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of board resolution/authority. A member may sign the Postal Ballot Form through an attorney appointed specifically for this purpose, in which case an attested true copy of the power of attorney should be attached to the Postal Ballot Form.
9. Members are requested not to send extraneous paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would not be taken cognizance of and shall be destroyed by the Scrutinizer.
10. There will be one Postal Ballot Form for every Registered Folio/Client ID, irrespective of the number of joint holders.
11. A member may request for a duplicate Postal Ballot Form, if so required by sending an email to avp_rta@bfsi.co.in or secretarial@lemeridienbangalore.com However, the duly filled in and signed duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified above.
12. Voting rights of Members shall be in proportion to their share of the Paid-up Equity Share Capital of the Company as on the cut off date i.e. Friday, April 12, 2019. The Scrutinizer's decision on the validity of the Postal Ballot will be final.
13. Members are requested to fill in the Postal Ballot Form with indelible ink and not by any erasable writing mode.