



<b>Ballot No.</b>
-------------------

**POSTAL BALLOT FORM**

*(to be returned to the scrutinizer appointed by the Company)*

*(For Scrutinizer's use only)*

1. Name of the Equity Shareholder  
(In Block Letters)
  
2. Postal Address
  
3. Registered Folio No./ Client ID No.\*  
(\*Applicable to Member(s) holding shares in dematerialised form)
  
4. Number of shares held as on 30<sup>th</sup> June 2015

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot for the businesses stated in the Postal Ballot Notice dated 6<sup>th</sup> May, 2015 of the Company by conveying my/our assent or dissent to the said Resolution by placing the tick (✓) mark at the appropriate box below:

No.	Resolution Type	Section under the Companies Act, 2013	Description	No. of shares	I / We	I/We
					assent to the Resolution	dissent to the Resolution
1.	Ordinary Resolution	149, 150, 152, 160, Schedule IV	Appointment of Dr. Nagendra Palle as Independent Director			
2.	Ordinary Resolution	149, 150, 152, 160, Schedule IV	Appointment of Mr. M Lakshminarayan as Independent Director			
3	Ordinary Resolution	149, 150, 152, 160, Schedule IV	Appointment of Mr. M F Farooqui as Independent Director			
4	Ordinary Resolution	148	Ratification of Cost Auditor's remuneration			
5	Special Resolution	196, 197, Schedule V	Approval to grant Stock Options to Managing Director			

Place :  
Date :

Signature of the Member

**ELECTRONIC VOTING PARTICULARS**

EVEN (E-Voting Event Number)	USER ID	PASSWORD / PIN

**Note: Kindly read the instructions printed overleaf before filling the form. Last date for receipt of postal ballot forms by the scrutinizer is 3<sup>rd</sup> August, 2015.**



#### NOTES / INSTRUCTIONS

1. A Member desiring to exercise his/her vote by Postal Ballot may complete the enclosed postal ballot form (no photocopy is permitted to be used for the purpose) and send it to the Scrutinizer, appointed by the Company, in the enclosed postage prepaid 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 Member will also be accepted. The Members residing outside India should stamp the envelopes appropriately.
2. Notice is being dispatched to the members by post (electronically by e-mail to those members who have registered their e-mail IDs with the Company), whose name appears in the Register of Members / Record of Depositories as on 30<sup>th</sup> June 2015.
3. The Company has appointed Mr. K Sriram, Practising Company Secretary, Partner, M/s S Krishnamurthy & Co., Chennai as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The self-addressed envelope attached to this notice bears the address of the Scrutinizer.
4. This Postal Ballot Form should be completed and signed by the Sole / First named Member as per the specimen registered with the Company. In case of joint holding, in the absence of the first named Member, this Form should be completed and signed by the next named Member. In case, shares are held by Companies, Trusts, Societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution / Authorisation. In case of e-voting, scanned copies of Board resolution/authorization should be mailed to Scrutinizer to his email ID @ [Sriram.krishnamurthy@rediffmail.com](mailto:Sriram.krishnamurthy@rediffmail.com).
5. Postal Ballot cannot be exercised by a Proxy. A Member need not use all the votes or cast all the votes in the same way.
6. Incomplete, unsigned or incorrectly filled Postal Ballot Forms will be rejected.
7. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.
8. In case holders of Power of Attorney sign the postal ballot form, reference of Power of Attorney registration by the Company should be mentioned in the postal ballot form.
9. Duly completed postal ballot form(s) should reach the Scrutinizer not later than 6 P.M. on Monday, 3<sup>rd</sup> August, 2015. Postal Ballot Form(s) received after this date will be strictly treated as if the reply from such Member has not been received.
10. 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 above.
11. There shall be one Postal Ballot for every Folio, irrespective of the number of Joint Holders. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Members and as appearing in the list of beneficial owners as furnished by NSDL/CDSL as on the close of 30<sup>th</sup> June 2015.
12. 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.
13. The Scrutinizer, after completion of the scrutiny, will submit his report to the Chairman of the Company. The result of the Postal Ballot will be declared by the Chairman or any one of the Directors or Secretary of the Company on Monday, 3<sup>rd</sup> August, 2015 at the Registered office of the Company. The result will be announced to the Stock Exchanges where shares of the Company are listed and intimated through a press release in the newspapers. The result will also be put on the Company's website [www.tvs-e.in](http://www.tvs-e.in). The resolutions, if approved, will be taken as passed effectively on the date of the declaration of the result, as explained above.
14. In case of any queries, Members may contact the Company at [investorservices@tvs-e.in](mailto:investorservices@tvs-e.in); or [sclshares@gmail.com](mailto:sclshares@gmail.com)