

ISGEC HEAVY ENGINEERING LIMITED

Registered Office: Radaur Road, Yamunanagar – 135001, Haryana.

CIN: L23423HR1933PLC000097

Ph.: 01732 – 661061/62, Fax No.: 01732 – 250991

Email Id: roynr@isgrec.com, Website: www.isgrec.com

POSTAL BALLOT FORM

(To be returned to scrutinizer)

S. No. _____

1)	Name(s) of Shareholder(s)/ (in Block letters) (Including Joint-holders if any)	
2)	Registered Address of the Sole/First named Shareholder	
3)	Registered Folio No. /DPID No. / Client ID No.* (*Applicable to investors holding shares in demat form)	
4)	Number of equity shares held	

I/We hereby exercise my/our vote in respect of the Resolution(s) to be passed through Postal Ballot for the business stated in the Notice dated February 09, 2019 of the Company by sending my/our assent or dissent to the said Resolution(s) by placing the tick (√) mark at the appropriate box below.

(Ticks in both the boxes would render your Ballot Form invalid)

Item No.	Description	No. of Shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special resolution for Continuation of the directorship of Mr. Vinod Kumar Sachdeva, Non-Executive Independent Director of the Company.			
2.	Special Resolution for Continuation of the directorship of Mr. Ranjit Puri, Non-Executive Director, of the Company.			
3.	Ordinary Resolution for Appointment of Mrs. Shivani Hazari as Independent Director.			
4.	Special Resolution for Approval of remuneration of Mr. Aditya Puri, Managing Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of his appointment:			
5.	Special Resolution for Approval of remuneration of Mrs. Nina Puri, Whole Time Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of her appointment			
6.	Ordinary Resolution for Approval for Sub-Division of Equity Shares of the Company.			
7.	Special Resolution for Approval for Alteration of Capital Clause in Memorandum of Association of the Company			

Place: Yamunanagar-135001, Haryana.

Date: February 09, 2019

(SIGNATURE OF THE SHAREHOLDER)

ELECTRONIC VOTING PARTICULARS

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD/PIN

NOTE: Please read the instructions carefully before exercising your vote.

INSTRUCTIONS

1. A Member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, in the attached self-addressed postage pre-paid envelope. Postage will be borne and paid by the Company; However, envelopes containing Postal Ballot Form(s), if delivered by hand or courier or registered/speed post at the expense of the Shareholders will also be accepted.
2. The self-addressed postage pre-paid envelope bears the postal address of the Scrutinizer appointed by the Company.
3. The Postal Ballot Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
4. Duly completed Postal Ballot Form should reach the Scrutinizer by 5:00 p.m. (IST) Monday, March 18, 2019. All the Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received and shall be invalid.
5. There will be only one Postal Ballot Form for every Folio/Client ID irrespective of the number of joint-holders.
6. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form must be accompanied by a certified true copy of Board Resolution/ Authority Letter/Power of Attorney, etc., along with attested specimen signature of the duly authorized signatory (ies) who is authorized to vote, failing which the Postal Ballot Form will be treated as invalid.
7. Members are entitled to cast their votes differently i.e. all the votes either in favour or against or partly in favour or partly in against.
8. Votes will be considered invalid on the following grounds:
 - (a) If the postal ballot is unsigned;
 - (b) If the Member's signature does not tally;
 - (c) If the Member has marked all his/her shares both in favour and also against the resolution(s);
 - (d) If voting is done through any other form.
9. The Scrutinizer's decision on the validity of a Postal Ballot shall be final.
10. The results of voting by Postal Ballot will be declared on Monday, March 18, 2019 at 5:00 p.m. (IST) at the corporate office at A-4, Sector-24, Noida, U.P. and Registered Office at Radaur Road, Yamunanagar, Haryana-135001. The result along with the scrutinizer's Report will be displayed at the Registered Office of the Company. The result shall be communicated to the Stock Exchange and the same will be displayed on Companies website www.isgce.com as well as on the NSDL website www.evoting.nsdl.com. In addition, the result will also be published in the newspaper for information of shareholders.