

**NILA INFRASTRUCTURES LIMITED****(CIN: L45201GJ1990PLC013417)****Registered Office:** First Floor, Sambhaav House,
Opp: Chief Justice's Bungalow, Bodakdev, Ahmedabad – 380015
Email : secretarial@nilainfra.com Website: www.nilainfra.com,
Phone: +91 79 40036817 / 18 Fax: +91 79 30126371**POSTAL BALLOT FORM**

1. Name of Member(s) : _____
(Including name of Joint Holder, if any)
2. Postal Address : _____

3. Registered Folio No. / : _____
DP ID No. & Client ID No.*
4. Class of Shares : _____
5. I/ We hereby exercise my/ our vote in respect of the Special Resolution to be passed through Postal Ballot for the businesses stated in the Notice of the Company dated May 26, 2016 by sending my/ our assent or dissent to the Resolution by placing tick (V) mark in the appropriate boxes below:

Item No.	Description of the Resolution	No. of Share(s) held	I/We Assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Special Resolution to alter the object clause of Memorandum of Association of the Company			

Place:

Date:

Signature of the Shareholder



INSTRUCTIONS:

1. The relative explanatory statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed to the Notice of Postal Ballot.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013, as amended ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, the assent or dissent of the Members in respect of the Resolution contained in the Notice of Postal Ballot dated May 26, 2016 is being determined through physical Postal Ballot including facility of e-voting through NSDL platform.
3. The Board has appointed Shri R S Sharma, of M/s R S Sharma & Associates, Practicing Company Secretary, having office at 402, Panchdeep Complex, Near Mithakali Six Cross Roads, Navrangpura, Ahmedabad -380009 as the Scrutinizer for the purpose of conducting business through Physical Postal Ballot and remote e-voting under the Rules.
4. A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send directly to the Scrutinizer in the attached self-addressed business reply envelope. No postage is required to be paid by the Shareholder as the self-addressed business reply envelope. Envelope containing Postal Ballots Forms, if deposited with the Company in person or, if sent by courier/ registered post at the expense of the registered Shareholder, shall also be accepted by the Company.
5. A (V) mark should be placed in the relevant box signifying assent/ dissent for the resolution, as the case may be. Incomplete or unsigned Postal Ballots will be rejected. Tick in both the boxes would render your Ballot Form invalid. Please note any other mark other than (V) in the box signifying assent or dissent shall be deemed as if no mark has been placed and the box is left blank.
6. There will be one Postal Ballot form for every Folio/ Client ID irrespective of the number of the joint holders.
7. Incomplete, unsigned and incorrectly ticked Postal Ballot forms will be rejected.
8. Kindly note that the Members can opt only one mode of voting, i.e. either by Physical Ballot or remote e-Voting. If you are opting for remote e-Voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by physical ballot and remote e-voting, at that instance voting done through remote e-voting shall prevail and voting done by postal ballot will be treated as invalid.
9. Members may contact Shri Dipen Y. Parikh, Company Secretary, for any grievances connected with voting by postal ballot including voting by electronic means at the Registered Office of the Company at First Floor, Sambhaav House, Opp: Chief Justice's Bungalow, Bodakdev, Ahmedabad – 380015, Phone: +91 79 40036817 / 18, Fax: +91 79 30126371; Email : secretarial@nilainfra.com.
10. The result of the Postal Ballot shall be declared by the Chairman or in case of absence of Chairman by the person authorized by him at the Registered Office of the Company. The resolutions will be taken as passed effectively on the date of announcement of the result by the Chairman/Authorized Person, if the result of the Postal Ballot indicates that the requisite majority of the Members had assented to the resolutions. The result of the Postal Ballot along with scrutinizer report thereon shall also be hosted on the website of the Company at www.nilainfra.com and website of the agency i.e. NSDL.

ELECTRONIC VOTING PARTICULARS

EVEN(ELECTRONIC VOTING EVENT NUMBER)	USER ID	PASSWORD

- Note:**
1. Last date for receipt of Postal Ballot form by Scrutinizer is 9th September, 2016.
 2. Please read the instructions printed over leaf carefully before completing this form.

