



MUKAND ENGINEERS

MUKAND ENGINEERS LIMITED

(CIN No.: L45200MH1987PLC042378)

Registered Office: Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai - 400021.

Tel: 022-21727500, Fax: 022-25410291, E-mail: mel@mukand.com, Website: www.mukandengineers.com

POSTAL BALLOT FORM

Serial No.

1. Name(s) of Shareholder(s)
(in Block Letters) (including joint holders,
if any) and Registered address of the sole/
first named Shareholder

2. Registered Folio No.(DP ID No./ Client ID No*.
(*Applicable to investors holding
shares in dematerialized form)

3. Number of equity shares held

4. e-Voting Event Number (EVEN) 150127008

5. User ID

6. Password

} Refer instruction number III

7. I/We hereby exercise my/our vote in respect of following Resolution to be passed through Postal Ballot/e-voting for the business stated in the notice of the Company by sending my/our assent or dissent to the said Resolution by placing tick (✓) mark at the appropriate box below :

Description of the Resolution	No. of Shares for which Votes cast	(FOR) I / We assent to the Resolution	(AGAINST) I / We dissent to the Resolution
Approval of Related Party Transactions			

Place :

Date :

Signature of the Shareholder

(Refer Instruction No. I.3)

INSTRUCTIONS

I. GENERAL INFORMATION

1. There will be one Postal Ballot form/ e-voting for every Client ID No./ Folio No., irrespective of the number of joint holders.
2. Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case of members opting for voting by Postal Ballot, they are requested to not cast their vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.
3. Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives with proof of their authorisation, as stated below. Voting rights of every member shall be in proportion to his/her/their share of the paid up equity share capital of the Company.

II. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

1. Members desirous of casting their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer in the enclosed postage prepaid self addressed envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.
2. In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant board resolution / appropriate authorisation, with the specimen signature(s) of the authorised signatory /ies duly attested.
4. The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.

5. Votes will be considered invalid on the following grounds:
 - (a) If the member's signature registered with the Company or with the depository participant does not tally or the ballot form is unsigned;
 - (b) Neither assent nor dissent is mentioned in the Form;
 - (c) If the member has marked both in favour as well as against the resolution;
 - (d) If the Postal Ballot Form is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature could not be checked on one or more of the above grounds;
 - (e) If voting is done through any other form or photocopy of the Postal Ballot Form;
 - (f) If the envelope containing the Postal Ballot Form is received after the last date prescribed;
 - (g) Any other grounds which the Scrutinizer believes to invalidate the vote.
6. The votes should be cast either in favour or against by putting the tick (√) mark in the column provided for assent or dissent. Postal Ballot Form bearing (√) in both the columns will render the form invalid.
7. Completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours i.e at 5.00 p.m. on 11th March, 2015. Postal Ballot Forms received after this date will be considered invalid. The self-addressed pre-paid envelope bears the address of the Registered Office of the Company and is marked to the attention of the Scrutinizer appointed by the Board of Directors.
8. A shareholder may request for a duplicate Postal Ballot Form from M/s. Bigshare Services Private Limited at E-2/3, Ansa Industrial Estate, Saki Vihar Road, Saki Vihar, Andheri (East) Mumbai - 400 072, or to the e-mail ID prdhruva@mukand.com / info@bigshareonline.com if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified at item 7 above.
9. Members are requested not to send any paper (other than the resolution/authority as mentioned under paragraph II.3. above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
10. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the Members as on 23rd January, 2015 ("Cut-off Date").
11. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
12. Members are requested to fill in the Postal Ballot form with indelible ink and not by any erasable writing mode.

III. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 10th February, 2015 at 9.00 a.m. and ends on 11th March, 2015 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd January, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. i.e. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.
	<ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the Depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolution/s of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (xi) Click on the EVSN for the relevant "MUKAND ENGINEERS LIMITED" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non - Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.