



POSTAL BALLOT FORM

Ballot No.:

- Name and Registered address of the sole/first named Member :
- Name(s) of the joint Member(s), if any :
- Registered Folio No./ DPID & Client ID* (*Applicable to Members holding equity shares in dematerialized form) :
- Number of Equity Shares held :
- I/We hereby exercise my/our vote in respect of the following resolution to be passed through postal ballot for the business stated in the Postal Ballot Notice of the Company dated 8th May, 2018 ("Notice"), by conveying my/our assent or dissent to the said resolution by placing tick mark (✓) at the appropriate column below:

Resolution No.	Description of the resolution	No. of Equity Shares for which votes cast	I/ We assent to the resolution (FOR)	I/ We dissent to the resolution (AGAINST)
1	Issue of Securities for an aggregate consideration of up to Rs. 3,500 Crores only (Rupees Three Thousand Five Hundred Crores only)			

Place :
 Date :
 Email :
 Contact No. : (Signature of the Member/Authorised Representative)

Last date for receipt of Postal Ballot Form by the Scrutinizer: Saturday, 30th June, 2018 by 5:00 p.m. (IST)

ELECTRONIC VOTING PARTICULARS

EVEN (Electronic Voting Event Number)	User ID	Password

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	End of remote e-voting
Friday, 1 st June, 2018 from 9:00 a.m. (IST)	Saturday, 30 th June, 2018 at 5:00 p.m. (IST)

Notes:

- Please read the instructions printed overleaf carefully before exercising the vote through this form.
- For remote e-voting facility, please refer instructions under "Voting through electronic means (remote e-voting)" in the Notice attached.
- Remote e-voting facility shall be disabled at 5:00 p.m. (IST) on Saturday, 30th June, 2018.
- If the voting rights are exercised electronically, there is no need to use this Postal Ballot Form.

INSTRUCTIONS

1. Members are requested to carefully read the instructions printed in the Postal Ballot Form and send the same duly completed to the Scrutinizer at Karvy Computershare Private Limited, Unit: Aditya Birla Capital Limited, Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 in the enclosed postage prepaid self addressed Business Reply Envelope so as to reach the Scrutinizer not later than 5.00 P.M. (IST) on 30th June, 2018. Postage will be borne and paid by the Company. Postal Ballot Form(s), if sent at the expense of the Member(s), will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given on the Business Reply Envelope. Please note that if any Postal Ballot Form is received after the said date, it will be considered that no reply has been received from the Member.
2. This ballot form (“**Postal Ballot Form**”) is provided for the benefit of Members who do not have access to remote e-voting facility, to enable them to send their assent or dissent by post for the resolution included in the Notice.
3. The consent 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.
4. A Member can opt for only one mode of voting i.e. either through Postal Ballot Form or remote e-voting facility. If a Member casts votes by both modes, then the voting done through remote e-voting facility shall prevail and the Postal Ballot Form shall be treated as invalid.
5. The self-addressed envelope bears the address where the Postal Ballot Form needs to be posted to the Scrutinizer.
6. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Registrar and Share Transfer Agent/Depository Participant). In case of joint holding, the form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
7. The vote(s) of a Member will be considered invalid *inter alia*, on any of the following grounds:
 - a) the Postal Ballot Form other than the one issued by the Company is used;
 - b) the Postal Ballot Form has not been signed by or on behalf of the Member;
 - c) the signature of the Member / authorised representative does not tally with the records of the Company / Registrar and Share Transfer Agent / Depository Participant;
 - d) the Member has put a tick mark (✓) in both the columns, that is “FOR” and also for “AGAINST” in respect of the resolution in such a manner that the aggregate number of shares voted for “FOR” and “AGAINST” exceed the total number of shares held;
 - e) the Postal Ballot Form is unsigned, incomplete or incorrectly filled or not submitted within the prescribed date and time;
 - f) the Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified true copy of the document granting authority signed by specific authority;
 - g) the Member has made any amendment to the resolution or imposed any condition while exercising the vote;
 - h) the Postal Ballot Form is received torn or defaced or mutilated;
 - i) any competent authority has given directions in writing to the Company to freeze the voting rights of the Member.
8. Members are requested to fill the Postal Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
9. Postal Ballot Forms received after 5:00 p.m. (IST) on Saturday, 30th June, 2018, will be strictly treated as invalid / as if the reply from the Member has not been received.
10. Voting rights shall be reckoned on the paid-up value of shares registered in the name(s) of the Members as per the Register of Members / Beneficial Owners as per the records maintained by the depositories, as on the close of business hours on Friday, 25th May, 2018 i.e. the cut off date.
11. In case the Equity Shares are held by bodies corporate, trusts, societies, etc. or by persons authorised under power of attorney, the Postal Ballot Form signed in representative capacity must be accompanied by a certified true copy of the resolution of the Board of Directors of the body corporate concerned or by an attested true copy of the power of attorney authorizing such person, as the case may be, along with the specimen signature of the said authorised representative or power of attorney holder. If the same is/are already registered with the Company/Registrar and Share Transfer Agent/Depository Participant, please quote the registration number. beneath the signature. Where the Postal Ballot Form has been signed by a representative of the President of India or by the Governor of a State, a certified true copy of the nomination should accompany the Postal Ballot Form.
12. The Members are requested not to send any other document along with the Postal Ballot Form in the enclosed self addressed envelope as all such envelopes will be delivered to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
13. In case a Member is desirous of obtaining postal ballot in printed form or a duplicate thereof, the Member may write to Karvy Computershare Private Limited, Unit: Aditya Birla Capital Limited, Karvy Selenium Tower B, Plot No 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500 032, alternatively, he/she can send an email to karvy at adityacapital@karvy.com or to the Company at abc.secretarial@adityabirlacapital.com. The Registrar and Share Transfer Agent will forward the same along with postage prepaid self-addressed Business Reply Envelope upon receipt of a request from the Member. However, the duly filled in duplicate form should reach within the date and time specified above.
14. The Scrutinizer’s decision on the validity of postal ballot will be final.

Aditya Birla Capital Limited

(Formerly known as Aditya Birla Financial Services Limited)

CIN: L67120GJ2007PLC058890

Regd. Office: Indian Rayon Compound, Veraval - 362 266, Gujarat

Tel: +91 2876243257 Fax: +91 2876243220

Corporate Office: One Indiabulls Centre, Tower-1, 18th Floor,

Jupiter Mill Compound, 841, Senapati Bapat Marg, Elphinstone Road,

Mumbai - 400013 Tel: +91 22 43567000 Fax: +91 22 43567111

Email: abc.secretarial@adityabirlacapital.com

Website: www.adityabirlacapital.com

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**ADITYA BIRLA
CAPITAL**

1800-270-7000