



**NHC FOODS LIMITED**

**(CIN :- L15122GJ1992PLC076277)**

**Registered Office:-** Survey No. 777, Umarsadi Desaiwad Road, At village Umarsadi,  
Taluka Pardi ,District Valsad , Gujarat - 396175.  
Tel. No. 0260-2375660, Fax No.0260-2375662

**Corporate Office.** NHC House, 2/13, Anand Nagar, Santacruz (East), Mumbai-400055.  
Tel. No. 022-61522020, Fax No. 022-61522021

Email id:-grievances@nhcgroup.com , Website: www.nhcgroup.com

**POSTAL BALLOT FORM**

Sr. No. :

1. Name & Registered Address of the :  
Sole/ /first named Member

2. Name(s) of the Joint Holder(s), if any

3. Registered Folio No./DP ID & Client :  
ID No.

4. No. of Shares held :

5. I/ We hereby exercise my/ our vote in respect of the following special resolution to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot dated 05<sup>th</sup> December, 2015 of the Company, by sending my/ our assent or dissent to the said resolutions by placing a tick ( ✓ ) mark at the appropriate box below:

Sr. no.	Description	No.of Shares held	(For) I/We assent to the Resolution	(Against) I/We dissent to the Resolution
1	Reclassification of Authorised share capital			
2	Issue of Shares on Preferential allotment basis to the Promoters			
3	Re-appointment of Mr. Apoorva shah as the Managing director of the company for a period of three (3) years.			
4	Re-appointment of Mrs. Alpa Shah as the Whole time Director of the company for a period of three(3) years.			

Place :

Date :

\_\_\_\_\_  
Signature of the Member/Beneficial Owner

EVSN (Electronic Voting Sequence Number)	User ID	*Default PAN / Password
151224004		

\* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN Field.

Note:

1. If the voting rights are exercised electronically, there is no need to use this form.
2. Please read the instructions overleaf before exercising your vote. For E-voting instructions, kindly refer the Notice of Postal Ballot.

## IMPORTANT INSTRUCTIONS

- I. The voting rights for the shares are one vote per equity share which is fully paid, registered, in the name of the shareholders/beneficial owners as on Thursday the 21<sup>st</sup> January, 2016
  - II. Voting by Postal Ballot, in physical form or e-Voting, can be exercised only by the shareholder or his/her duly constituted attorney or, in case of bodies corporate, the duly authorized person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
  - III. Voting period commences on Thursday, 21<sup>st</sup> January, 2016 at 9.00 a.m. and ends on Wednesday, 27<sup>th</sup> January, 2016 at 5.00 p.m.
  - IV. The result of the postal ballot would be announced by the Chairman or in his absence any person authorized by him on Friday, 29<sup>th</sup> January, 2016 at 5.00 p.m. and displayed on the Notice Board of the Company at its Registered Office and its Corporate Office besides being communicated to the Stock Exchanges. The results of the postal ballot will also be posted on the Company's website [www. nhcgroupp.com](http://www.nhcgroupp.com) and on the website of Central Depository Services (I) Limited. The result of the Postal Ballot shall also be announced through newspaper advertisement.
  - V. A member need not use all his/her votes.
  - VI. Members can opt for only one mode of voting i.e. either by Physical Postal Ballot or e-voting. If you are opting for e-voting, then do not vote by Physical Postal Ballot also and vice versa. However, in case Members cast their vote by both Physical Postal Ballot and e-voting, then voting done through valid Physical Postal Ballot shall prevail and voting done by e-voting will be treated as invalid.
  - VII. The Scrutinizer's decision on the validity of a Postal Ballot shall be final
  - VIII. Any queries/grievances pertaining to voting by postal ballot can be addressed to Ms. Suvarnalata Chavan, Company Secretary and Compliance Officer of the Company, at NHC House, 2/13, Anand Nagar, Sanacruz (E), Mumbai - 400055, India or by sending an email at [grievances@nhcgroupp.com](mailto:grievances@nhcgroupp.com)
- Instructions for Voting by Physical Postal Ballot Form**

- I. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed postage pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier / Speed Post / Registered Post at the expense of the Member will also be accepted. Members are requested to convey their assent or dissent in this postal ballot form only. The assent or dissent received in any other form or manner shall be considered as invalid.
- II. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
- III. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar/Depository. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered/recorded with the Registrar/Depository) by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration No. of the POA or enclosing an attested copy of POA. Unsigned Postal Ballot Form will be rejected
- IV. Duly completed Postal Ballot Form should reach the Scrutinizer not later than Thursday, 28<sup>th</sup> January, 2016 at 5.00 p.m. Postal Ballot Forms received after the aforesaid date and time will be strictly treated as if reply from such member has not been received. The Members are requested to send the duly completed Postal Ballot Forms well before the last date, providing sufficient time for postal transit.
- V. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority and with attested specimen signature(s) of the duly authorized signatories giving requisite authority to the person voting on the Postal Ballot Form. Where the form has been signed by a representative of the President of India or of the Governor of a state, a certified copy of the nomination should accompany the Postal Ballot Form.
- VI. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast as per the tick mark placed by the shareholder in the respective column.
- VII. Shareholders are requested not to send any paper (other than the resolution/authority as mentioned under instruction no. V 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.
- IX. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of Joint Member(s).
- X. A member may request for a duplicate Postal Ballot Form, if so required and the same duly completed should reach the scrutinizer not later than the last date for voting.
- XI. Postal Ballot Forms with following deficiencies will be rejected.
  - i. A form other than one issued by the company has been used
  - ii. It has not been signed by or on behalf of the Member
  - iii. Signature on the postal ballot form doesn't match the specimen signatures with the Company
  - iv. It is not possible to determine without any doubt the assent or dissent of the Member
  - v. Neither assent nor dissent is mentioned
  - vi. Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member
  - vii. The envelope containing the postal ballot form is received after the last date prescribed
  - viii. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority
  - ix. It is defaced or mutilated in such a way that its identity as a genuine form cannot be Established
  - x. Member has made any amendment to the Resolution or imposed any condition while exercising his vote
  - xi. Postal Ballot Form is received after the aforesaid stipulated period shall not be counted for the purposes of passing of the resolution.