

The last date for receipt of Postal Ballot is 2nd January, 2018, 5:00 P.M. (IST)

SWARAJ ENGINES LIMITED

CIN: L50210PB1985PLC006473

Registered Office: Phase IV, Industrial Area, S.A.S. Nagar (Mohali), Punjab – 160055.

website: www.swarajenterprise.com, e-mail: selinvestor@swarajenterprise.com • Tel: +91 172 2271620-27 • Fax: +91 172 2272731

POSTAL BALLOT FORM

1.	Name(s) of Shareholder(s) : (including joint holders, if any)	:	
2.	Registered address of the Sole/First named Shareholder	:	
3.	Registered Folio No./ DP ID & Client ID	:	
4.	Number of shares held	:	

I/We hereby exercise my/our vote(s) in respect of the following Special Resolution to be passed through Postal Ballot and Remote E-voting as stated in the Postal Ballot Notice of the Company dated 28th November, 2017, by conveying my/our assent or dissent to the said Resolution by placing a tick mark (✓) in the appropriate box below:

S. No.	Description of the Resolution	No. of Shares for which votes cast	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Special Resolution – Approval for Buyback of its Equity Shares by the Company.			

Place:

Date:

(Signature of the Shareholder or Authorised Signatory)

ELECTRONIC VOTING PARTICULARS

The E-Voting facility is available at the link: <https://www.evoting.nsdl.com>

The electronic voting particulars are set out as below:

EVEN (Electronic Voting Event No.)	USER ID	PASSWORD
108051		

NOTES:

- ❖ Kindly read the instructions printed overleaf carefully before exercising your vote.
- ❖ If the voting rights are exercised electronically, then there is no need to use this Form.

INSTRUCTIONS

1. A Member desiring to exercise vote by postal ballot, may send duly completed Form in the enclosed postage prepaid reply envelope addressed to the Scrutinizer. **The Voting period will commence on and from Monday, 4th December, 2017 at 9:00 A.M. (IST) and end on Tuesday, 2nd January, 2018 at 5:00 P.M. (IST).** The envelopes containing Postal Ballot Form should reach the Scrutinizer not later than **5:00 P.M. (IST) on 2nd January, 2018** failing which, it will be strictly considered that no reply has been received from the Member. Postage on the reply envelope will be borne by the Company. However, envelopes containing Postal Ballot Form, if sent by Courier or by Registered Post or Speed Post, at the expense of the Member will also be accepted.
2. Assent/Dissent to the proposed Resolution may be recorded by placing tick mark (✓) in the appropriate column. Postal Ballot Form bearing (✓) mark in both the columns will render the form invalid.
3. The Postal Ballot Form should be completed and signed by the Member(s) (as per the specimen signature registered with the Company/Depository in respect of shares held in physical form or dematerialized form respectively).
4. In case of joint holding, the Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company/Depository) by the first named Member and in the absence of such Member, by the next named joint-holder. A Member may sign the Postal Ballot Form through an attorney, in which case the registration number of the Power of Attorney with the Company should be mentioned or a notarized copy of the Power of Attorney should be attached to the Postal Ballot Form. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Members.
5. In case of shares held by Companies, Institutional Members (Foreign Institutional Investors/Foreign Portfolio Investors/Trust/Mutual Funds/Banks, etc.) the duly completed Postal Ballot Form, signed by the Authorised Signatory, should also be accompanied by a certified true copy of the Board Resolution/Authority Letter/Power of Attorney together with the specimen signature(s) of the duly Authorised Signatory(ies) duly verified. In case of Remote E-voting, documents such as the certified true copy of Board Resolution/Power of Attorney, along with attested specimen signatures, should be e-mailed to the Scrutinizer at ajaykcs@gmail.com and to the Company at selinvestor@swarajenterprise.com with a copy marked to evoting@nsdl.co.in.
6. A Member neither needs to use all his/her/its votes nor needs to cast all his/her/its votes in the same way.
7. An incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed Postal Ballot Form will be rejected. The Scrutinizer's decision on the validity of Postal Ballot Form will be final and binding.
8. The signature of the Member on the Postal Ballot Form should be as per the specimen signature furnished by Depositories or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on the cut-off date viz. Tuesday, 28th November, 2017.
10. Members desirous of obtaining a duplicate copy of the Postal Ballot Form may download it from the Investor Relations section on the Company's website: www.swarajenterprise.com or from the website of National Securities Depository Limited (NSDL), www.evoting.nsdl.com. Alternatively, a Member may write to the Company's Registrar and Share Transfer Agent, MCS Share Transfer Agent Limited for obtaining a duplicate Form.
11. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid reply envelope addressed to the Scrutinizer as all Postal Ballot(s) will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. Members are requested to fill Postal Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
13. The proposed Resolution, if assented by majority of Shareholders, by way of Postal Ballot and Remote E-voting shall be considered as passed on the last date of voting, i.e., Tuesday, 2nd January, 2018.
14. In case of any clarification(s)/grievance(s) connected with facility for Remote E-voting or Postal Ballot, the Members can contact Mr. M.S. Grewal, Company Secretary, Tel: +91 172 2271620-27, Fax: +91 172 2272731, Email: selinvestor@swarajenterprise.com.
15. **REMOTE E-VOTING: In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and provisions of section 108 of the Companies Act, 2013 read with the Rules made thereto, the Company is pleased to provide Remote E-Voting facility (through E-Voting Platform of National Securities Depository Limited), as an alternate which would enable the Members to cast votes electronically, instead of sending Physical Postal Ballot Form. Please note that Remote E-Voting is optional. In case a Member has voted through Remote E-Voting facility, he does not need to send the physical Postal Ballot Form. In case Member(s) cast their vote via both modes i.e. Physical Ballot as well as Remote E-Voting, then voting done through Remote E-Voting shall prevail and Physical Voting of that Member shall be treated as invalid. Members are requested to refer to the Notice and Notes thereto, for detailed instructions with respect to Remote E-voting.**

INSTANCES IN WHICH THE POSTAL BALLOT FORM SHALL BE TREATED AS INVALID OR REJECTED:

- if the Member's signature does not tally
- if the Member has marked all his shares both in favour and also against the resolution
- if neither the assent nor dissent is mentioned
- if the Postal Ballot Form is unsigned or has not been signed by or on behalf of the Member
- the Postal Ballot Form not being accompanied by a certified copy of the relevant specific authority, if the Postal Ballot Form is signed in a representative capacity
- 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 or on one or more of the above grounds
- if the information filled in the Postal Ballot Form is incomplete
- if any other form or photocopy of the Postal Ballot Form is used
- any direction given by competent authority in writing to the Company to freeze the voting rights of the Member
- if the Member has made any amendment to the resolution or imposed any condition while exercising his vote
- if the envelope containing the Postal Ballot Form is received after the last date prescribed.