



Shilpi Cable Technologies Ltd.

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POSTAL BALLOT FORM

Serial No.

- (1) Name and registered address of the sole/first named Shareholder
- (2) Name(s) of the joint Shareholders(s), if any
- (3) Registered Folio Number DP ID No. / Client ID No.*
(*Applicable to investor holding shares in physical form)
- (4) Number of Shares held
- (5) I/we do hereby exercise and cast my/our vote(s) in respect of the following Special resolutions to be passed through Postal Ballot for the business stated in the Notice for Postal Ballot dated 9th January, 2015 of the Company by placing the (✓) mark at the appropriate box below (tick in both boxes will render the ballot invalid):

Description	No. of Equity Shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1. Special Resolution under Section 13 of the Companies Act, 2013 for Alteration of Object Clause of the Company.			
2. Special Resolution under Section 13 and Section 61 of the Companies Act, 2013 for increase in authorized share capital of the Company.			
3. Special Resolution under Section 62(1)(c) of the Companies Act, 2013 for issue of convertible warrants on preferential basis to promoter group company.			
4. Special Resolution under Section 197, 198 and Schedule V of the Companies Act, 2013 for increase in remuneration of Mr. Manish Goel, Managing Director of the Company.			
5. Special Resolution under Section 188 of the Companies Act, 2013 & Clause 49 of the Listing Agreement to approve the Related Party Transaction With M/s AGH Wires Pvt. Ltd			

Place :
Date :

(Signature of the Shareholder)

Note: Please see instructions printed overleaf.

INSTRUCTIONS

1. A shareholder desiring to exercise his/her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier/ registered post/ speed post at the expense of the Shareholder will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the Registered Office of the Company.
2. The shareholders are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. Shareholders who do not receive the Postal Ballot Form may apply to the Company and obtain a duplicate thereof. However, the duly filled in duplicate postal ballot form should reach the Scrutinizer not later than time specified above.
3. The Postal Ballot Form should be signed by the Member as per specimen signature registered with the Company. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered with the Company) by the first named member and in his/her absence, by the next named member.
4. Where the Postal Ballot Form has been signed by an authorized representative of a body corporate, a certified copy of the relevant authorization to vote on the Postal Ballot should accompany the Postal Ballot Form. A Member may sign the Form through an Attorney appointed specifically for this purpose, in which case an attested true copy of the Power of Attorney should be attached to the Postal Ballot Form.
5. Members are requested not to send any paper (other than the resolution/authority/ power of attorney as mentioned under clause 4 above) along with the Postal Ballot Form. If any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours on Saturday, 28th February, 2015. Any postal ballot form received after this date will be treated as if the reply from the shareholder has not been received.
7. In-complete, un-signed or in-correctly ticked Postal Ballots will be rejected. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final and binding.
8. The exercise of vote by Postal Ballot is not permitted through proxy.
9. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of Joint Member(s).
10. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholder on the cut-off date being 9th January, 2015.
11. The result of the Postal Ballot will be announced on Wednesday, the 4th day of March, 2015 at the Registered Office of the Company. The result of the Postal Ballot will also be displayed at the registered office of the Company besides communicating to the National Stock Exchange of India Limited and BSE Limited. The date of declaration of the results of the Postal Ballot shall be the date on which the resolutions would be deemed to have been passed by the Members, if approved by requisite majority.
12. **E-VOTING: In compliance with provisions of Section 108 of the Companies Act read with the Rules and Clause 35B of the Equity Listing Agreement, the Company is pleased to offer e-voting facility for its members to enable them to cast their votes electronically. Members have option to vote either through e-voting or through the physical Postal Ballot Form. If a member has opted for e-voting, then he/she should not vote by physical Postal Ballot also and vice-versa. However, in case members cast their vote both via physical Postal Ballot and e-voting, then voting through e-voting shall prevail and voting done by Postal Ballot shall be treated as invalid. For this purpose, the Company has signed an agreement with the Central Depository Services (India) Limited ("CDSL") for facilitating e-voting.**