



GARDEN REACH SHIPBUILDERS & ENGINEERS LIMITED

Registered Office: 43/46, Garden Reach Road, Kolkata-700024

Ph: (033)-24698100-13, Fax: (033)-24698150

Website: www.grse.in Email: co.sec@grse.co.in / secygrse@vsnl.net

CIN: L35111WB1934GOI007891

POSTAL BALLOT FORM

(Please read the instructions carefully before filing this form)

Sl. No.

1. Name & Registered Address of :
the sole / first named Shareholder

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

3. Registered Folio No. / DP ID :
No. / Client ID No.*
**(Applicable to investors holding
Shares in dematerialized form)*

4. Number of Equity Share(s) held :

5. I/We hereby exercise my/our vote in respect of the following Special Resolutions to be passed through Postal Ballot / e-voting, by conveying my /our assent or dissent to the said Resolutions by placing tick (v) mark in the appropriate box below:

Sr. No.	Description of Resolution	No. of Shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Consent to authorize the Board of Directors to borrow under section 180(1)(c) of the Companies Act, 2013 upto ₹5,000 crore.			
2.	Consent to authorize the Board of Directors for creation of charges etc. in respect of borrowings under section 180(1)(a) of the Companies Act, 2013 upto ₹5,000 crore.			

Place:

Date:

(Signature of the Shareholder)

ELECTRONIC VOTING PARTICULARS

(Please visit <https://evoting.nsdl.com> to cast your vote online)

EVEN (E-Voting Event Number)	USER ID	PASSWORD

Note: Detailed instructions for e-voting are furnished in the Postal Ballot Notice.

INSTRUCTIONS FOR VOTING

1. GENERAL INFORMATION

- a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.
- b) Shareholders can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Shareholders 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.
- c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy.

2. PROCESS FOR SHAREHOLDERS OPTING FOR VOTING BY PHYSICAL POSTALBALLOT FORM

- a) Shareholders desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer, Mr. A. K. Labh of M/s. A. K. Labh & Co., Company Secretaries, C/o Alankit Assignments Limited, at 205-208 Anarkali Complex, Jhandewalan Extension, New Delhi – 110 055, in the enclosed postage prepaid self-addressed Business Reply Envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Shareholder will also be accepted.
- b) The self-addressed Business Reply Envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company, and the address to which the same needs to be dispatched.
- c) This form should be completed and signed by the Shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Shareholder and in his / her absence, by the next named Shareholder.
- d) The signature of the Shareholder 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.
- e) Consent must be accorded by placing a tick mark [] in the column, 'I assent to the resolution', or dissent must be accorded by placing a tick mark [] in the column, 'I dissent to the resolution'. A Shareholder need not use all of his / her votes nor does he / she need to cast his / her votes in the same way.
- f) In respect of shares held by the Government, 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 of the authorised signatory duly attested.
- g) The votes of a Shareholder will be considered invalid on any of the following grounds:
 - (i) If a form other than the Postal Ballot Form issued by the Company is used.
 - (ii) If the Postal Ballot Form has not been signed by or on behalf of the Shareholder.
 - (iii) If the Shareholder's signature does not tally with the specimen signature with the Company.
 - (iv) If the Shareholder has marked his/her/its vote both for 'Assent' and also for 'Dissent' to the Resolution in such manner that the aggregate Equity Shares voted for 'Assent' and 'Dissent' exceed total number of Equity Shares held.
 - (v) If the Shareholder has made any amendment to the Resolution or imposed any condition while exercising his vote.
 - (vi) If the Postal Ballot Form is incomplete and incorrectly filled.
 - (vii) If the Postal Ballot Form is received torn or defaced or mutilated or in a manner such that it is difficult for the Scrutinizer to identify either the Shareholder or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or neither assent or dissent is mentioned or if the signature could not be verified, or one or more of the above grounds.
 - (viii) Any competent authority has given directions in writing to the Company to freeze the voting rights of the Shareholder.
- h) Duly completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours i.e. at 5.00 p.m. on Monday, 8th July, 2019. Postal Ballot Forms received after this date and time will be considered invalid.
- i) A Shareholder seeking duplicate Postal Ballot Form can request from the Company's Registrar and Transfer Agent, M/s. Alankit Assignments Limited at 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi – 110 055 or to the e-mail ID rt@alankit.com or from the Company at its Registered Office or download the same from the Company's website. Duly completed and signed duplicate Postal Ballot Forms should, however, reach the Scrutinizer not later than the close of working hours on Monday, 8th July, 2019.
- j) Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Shareholder on the cut-off date, i.e. Friday, 31st May, 2019
- k) The Scrutinizer's decision on the validity of Postal Ballot Form shall be final.
- l) Shareholders are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid self-addressed Business Reply Envelope, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.