

INDIANIVESH LIMITED

CIN: L99500MH1931PLC001493

Registered Office: 601 & 602, Sukh Sagar, N.S. Patkar Marg, Girgaum Chowpatty, Mumbai 400 007

E-mail Id: indianivesh@indianivesh.in; Website: www.indianivesh.in;

Tel No.: 66188800, Fax: 66188899

(Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)(C) of the Companies (Management and Administration) Rules, 2014)

BALLOT FORM

(To be returned to Scrutinizer appointed by IndiaNivesh Limited)

1. Name(s) of Member(s)
(including joint-holders, if any)
2. Registered Folio No/ DPID No/ Client ID No.*
(*Applicable to Members holding shares in dematerialized form)
3. I/We hereby exercise my/our vote in respect of the Ordinary Resolution(s) / Special Resolution(s) as specified in the Notice of the Company dated 12th Day of June, 2017 to be passed through Ballot for the business stated in the said Notice by conveying my/our assent or dissent to the said resolution in the relevant box below:

Sr. No.	Description	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1.	Sanctioning the Scheme of Arrangement between IndiaNivesh Limited ("the Demerged Company" or "INL") and IndiaNivesh Financial Advisors Limited ("the Resulting Company" or "INFAL") and their respective shareholders and creditors.		
2.	Reduction of Share Capital of the Company		

Place:

Date:

Signature of Member/ Beneficial Owner

INSTRUCTIONS

1. Members may fill up the Ballot Form printed overleaf and submit the same in a sealed envelope to the Scrutinizer, M/s Bhavana N. Pandya & Co., Practicing Chartered Accountants at B/18, Kastur Mahal, Sion Station Road, Sion (East), Mumbai 400 022 as to reach by 5.00 p.m. on July 17, 2017 Ballot Form received thereafter will strictly be treated as if not received.
2. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
3. In case the member casts his votes through both the processes i.e., E-voting and Physical Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
4. The right of voting by Ballot Form shall not be exercised by a proxy.
5. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/ demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company i.e., Adroit Corporate Services Private Limited. Members are requested to keep the same updated.
6. There will be only one Ballot Form for every Folio / DP ID & Client ID irrespective of the number of joint members.
7. In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his / her absence by the next named shareholders. Ballot form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Ballot Form signed by other joint holders.
8. Where the Ballot Form has been signed by an authorized representative of the body corporate/Trust/ Society etc., a certified copy of the relevant authorization / Board Resolution to vote should accompany the Ballot Form.
9. Instructions for e-Voting procedure are available in the Notice of the Tribunal called Meeting.

Please follow the steps for e-Voting procedure as given in the Notice or as available on www.evotingindia.com