



IL&FS Investment Managers Limited

Registered Office : The IL&FS Financial Centre, Plot No. C-22, G Block
Bandra-Kurla Complex, Bandra (East), Mumbai 400 051

Tel. No. +91-22-26533333 Fax No. +91-22-26533056

Website : www.iimlindia.com Email : investor.relations@ilfsindia.com

CIN : L65999MH1986PLC147981

POSTAL BALLOT FORM

Sr. No. :

1. Name and Registered address of the Sole/first named Shareholder :
2. Name(s) of Joint holder(s) if any (in block letters) :
3. Registered Folio No./DP ID No./ Client ID No.* :
(*Applicable to members holding Shares in dematerialized form)
4. Number of Share(s) held :

I/We hereby exercise my/our vote in respect of the Ordinary Resolution to be passed through Postal Ballot for the business stated in the Notice of the Company by sending my/our Assent (For) or Dissent (Against) to the said Resolution by placing the tick (✓) mark at the appropriate box below :

Item No.	Description	No. of Shares	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1.	Appointment of M/s. B S R & Associates LLP as Joint Statutory Auditors			

Place : _____

Date : _____

(Signature of the member)

Note: Members are requested to read carefully the instructions printed overleaf before exercising the vote

Electronic Voting Particulars

EVEN (E-Voting Event Number)	User Id	Password / PIN
105894		

Instructions

1. A member desiring to exercise his/her vote by postal ballot should complete this Postal Ballot form and send it to the Scrutinizer in the enclosed self-addressed envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if sent by courier/registered post at the expenses of the registered Member will also be accepted
2. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company
3. The Postal Ballot form should be completed and signed by the Member (as per the specimen signature registered with Registrar & Share Transfer Agents/Depository Participants). In case of joint holding, this form should be completed and signed by the first named Member and in his/her absence, by the next named Member. However where the form is sent separately by the first named Member and the joint holders, the vote of the first named Member would be valid
4. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot form should be accompanied by a certified true copy of the relevant Board Resolution / Authorisation, with specimen signature(s) of Authorised Signatory(ies). A Member may sign the form through an Attorney specifically appointed for this purpose, in which case an attested true copy of the Power of Attorney should be attached to the Postal Ballot form
5. The votes should be cast either in favour of or against by putting the tick [✓] mark in the column provided for assent or dissent. Postal Ballot form bearing [✓] in both the columns will render the form invalid
6. Incomplete, unsigned or incorrectly filled Postal Ballot forms will be rejected
7. The duly completed Postal Ballot form should reach the Scrutinizer not later than 5.00 p.m. on February 17, 2017. Postal Ballot forms received after this date will be strictly treated as if the reply from the member has not been received
8. A postal ballot form shall be considered invalid if:
 - (a) A form other than one issued by the company has been used;
 - (b) It has not been signed by or on behalf of the Member;
 - (c) Signature on the Postal Ballot form doesn't match the specimen signatures with the Company;
 - (d) It is not possible to determine without any doubt the assent or dissent of the Member;
 - (e) Neither assent nor dissent is mentioned;
 - (f) Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
 - (g) The envelope containing the postal ballot form is received after the last date prescribed;
 - (h) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - (i) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - (j) Member has made any amendment to the Resolution or imposed any condition while exercising his vote
9. Voting Rights shall be reckoned on the paid up value of shares registered in the name of Member as on date of dispatch of the notice
10. The right of voting by Postal Ballot shall not be exercised by Proxy
11. Members may request for a duplicate Postal Ballot Form, if so required or can download the same from the Company website, and the same duly completed form should reach the scrutinizer not later than the date and time specified above
12. Members are requested not to send any other paper along with Postal Ballot form in the enclosed self-addressed envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer
13. The Scrutinizer's decision on the validity of a Postal Ballot form will be final and binding
14. Instructions for E-Voting :
 - (a) In case of Members' receiving e-mail from NSDL
 - (i) Open e-mail and open PDF file viz; "IIML Info e-Voting.pdf" with your Client ID or Folio Number as Password. The said PDF file contains your User ID and Password for e-voting. Please note that the password is an initial password
NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "Remote evoting.pdf"
 - (ii) Launch internet browser by typing the following URL : <https://www.evoting.nsd.com>
 - (iii) Click on Member – Login
 - (iv) Put user ID and password as initial password noted in step (i) above. Click Login
 - (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note your new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential
 - (vi) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles
 - (vii) Select "EVEN"(E-Voting Event Number) of IL&FS Investment Managers Limited. Now you are ready for e-Voting as Cast Vote page opens
 - (viii) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted
 - (ix) Upon confirmation, the message "Vote cast successfully" will be displayed
 - (x) Once you have voted on the resolution, you will not be allowed to modify your vote
 - (xi) Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail: jppvapi13@yahoo.com, with a copy marked to evoting@nsdl.co.in
 - (b) In case of Members' receiving Postal Ballot Form by Post and desiring to cast e-vote
 - (i) Initial password is provided at the bottom of the Postal Ballot Form
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xi) of (a) above, to cast vote
 - (c) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the Downloads section of www.evoting.nsd.com OR call on 1800-222-990
 - (d) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote
 - (i) In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID)
 - (ii) In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No)
 - (iii) Shareholders who have forgotten the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsd.com
 - (e) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s)