

JINDAL PHOTO LIMITED

CIN : L33209DN2004PLC000198

Head Office: Plot No. 12, Local Shopping Complex, Sector B-1, Vasant Kunj, New Delhi-110070

Ph.: 011-26139256-65, Fax : 011-26121734

Regd. Office: 260/23, Sheetal Industrial Estate, Demeni Road, Dadra-396193, UT (D& NH)

Ph.: 0260-2668371, 72,79 Fax:0260-2668354

E-mail: cs_jphoto@jindalgroup.com ; Website: www.jindalphoto.com

POSTAL BALLOT FORM

1. Postal Ballot Form No. :
2. Name and Registered Address :
of the sole/first named Member
3. Name of the joint holder(s) if any :
4. Registered Folio No./ *DP ID No. / :
Client ID No. (*Applicable to
investors holding share(s) in
dematerialized form)
5. Number of Share(s) held :

I / We hereby exercise my / our vote in respect of the following Special Resolutions to be passed through Postal Ballot/Remote E-Voting for the Special Business stated in the Notice dated 6th January, 2017 of Jindal Photo Limited by sending my / our assent (**FOR**) or dissent (**AGAINST**) to the said resolutions by placing the tick mark [✓] in the appropriate box below:

Item No.	Brief Particulars of Special Resolutions	No. of Shares Held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Shifting of registered office of the company from The Union Territory of Dadra and Nagar Haveli to the State of Uttar Pradesh			
2.	Alteration of the Object clause of the Memorandum of Association of the company in order to insert three new sub clauses after sub clause 4 of clause III (A) and to make it compliant with the provisions of Companies Act, 2013			
3.	Alteration of Liability clause of Memorandum of Association of company to make it compliant with provisions of Companies Act, 2013			
4.	Authorization for further issuance of shares by subsidiary and/or to sell or disposal of investment held in subsidiary i.e Jindal India Powertech Limited			

Place :

Date :

(Signature of Share Holder)

E Voting Facility is available at link <https://www.evotingindia.com> and E-Voting details are as follows:

EVSN (E-voting Sequence Number)	User ID	Password

Notes:

1. Please read the instructions printed overleaf and in the notice of the postal ballot carefully before exercising your vote.
2. Last date for receipt of Postal Ballot Form by the Scrutinizer : Saturday, 11thFebruary, 2017 (5:00 PM IST)

INSTRUCTIONS:

1. A Member desirous of exercising his/her vote by postal ballot may complete this postal ballot form and send it to the following address of the Scrutinizer by prepaid BR Envelope enclosed or by post/courier to: The **Scrutinizer, Jindal Photo Limited, Plot No. 12, Sector-B-1, Vasant Kunj, New Delhi-110070**.
2. This form must be completed and signed (as per specimen signature registered with the Company) by the Member. In case of Joint holding, this form must be completed and signed by the first named member and in his/her absence, by the next named Member.
3. Unsigned, incomplete or incorrectly ticked postal ballot forms shall be rejected.
4. The postal ballot/e-voting shall not be exercised by a proxy.
5. Voting rights shall be reckoned on the paid up value of equity shares registered in the name of the Member as on Friday, 6th January, 2017.
6. There will be one postal ballot form for every Folio/Client ID, irrespective of the number of joint holders.
7. The Members can opt for only one mode of voting i.e., either by physical postal ballot form or e-voting. The voting, both through postal ballot and through electronic mode shall commence from Friday, 13th January, 2017 (9:00 AM IST) and shall end on Saturday, 11th February 2017 (5:00 PM IST). In case, member(s) cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot forms will be treated as invalid.

8. PROCEDURE AND INSTRUCTIONS FOR E-VOTING:

- (i) The voting period begins on Friday, 13th January, 2017 at 9:00 A.M (IST) and end on Saturday, 11th February, 2017 at 5:00 P.M (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e 6th January, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">● Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth. (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">● If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company i.e **Jindal Photo Limited** on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows Phone users can download the app from the App store or Windows Phone store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses with :

- I) **Our Registrar Link Intime India Private Limited or mail at delhi@linkintime.co.in (If having shares in Physical Form)**
- ii) **their respective depository Participant (If having shares in Demat Form)**

for receiving all future communications including Annual Report, Notices, Circular, etc. from the Company in electronic mode.