



PENNAR INDUSTRIES LIMITED

Regd. Office: Floor No. -1 DHFLVC Silicon Towers Kondapur, Hyderabad - 500084

Postal Ballot Serial No. :

POSTAL BALLOT FORM

(Please read the instructions carefully before completing this form)

1. Name and Registered Address of the Sole/ First Shareholder / Beneficial Owner :

2. Name(s) of Joint Holder(s) if any (in BLOCK LETTERS) :

3. DP ID / Client ID / Registered Folio-No. :

3A. Permanent Account Number(s) :

4. No of Shares held

5. I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through postal ballot for the business stated under Item-No. 1 to 4 in the Notice of Postal Ballot dated 09-02-2013 issued by the Company by sending my/our assent/dissent to the said Special Resolution by placing the tick mark (✓) in the appropriate column below:

| Item - No. | Description of Notice of Postal Ballot | No. of Shares held | I/We assent (agree) to the Resolution | I/We dissent (disagree) to the Resolution |
|------------|--|--------------------|---------------------------------------|---|
| | Special Resolution under Section - 372A of the Companies Act, 1956 for providing corporate Guarantee/ Loan / Investment to Pennar Engineered Building Systems Limited and Pennar Enviro Limited, the subsidiary companies of your company. | | | |
| 2. | Special Resolution under Section 17 of the Companies Act, 1956 for amending the main objects clause of Memorandum of Association. | | | |
| 3. | Special Resolution under Section 17 of the Companies Act, 1956 for amending the Incidental and Ancillary objects clause of Memorandum of Association. | | | |
| 4. | Special Resolution under Section 31 of the Companies Act, 1956 for amending the Articles of Association of Company. | | | |

Place:

Date:



Signature of the Shareholder / Beneficial Owner

Important Note: Please complete and return this form to the Scrutinizer by using the enclosed postage pre-paid self-addressed envelope. Last Date for receipt of this Postal Ballot Form by Scrutinizer is 3rd April, 2013.

INSTRUCTIONS

1. The Notice is being sent by Post to all Shareholders, whose names appear in the Company's Register of Members as at the close of business hours on 28th February 2013.
2. A copy of the documents referred to in the Explanatory Statement is open for inspection at the Registered Office of the Company between 10.00 a.m. and 6.00 p.m. on any working day till the last date of voting i.e. 3rd April, 2013.
3. Please see the instructions for voting by postal ballot which have been printed herein
4. A Member desiring to exercise 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 by the Company. However, envelope containing postal ballots, if sent by courier at the expense of the Registered Shareholder will also be accepted.
5. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
6. 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 absence, by the next named shareholder.
7. The consent or dissent may be recorded by placing a tick mark in the column against appropriate statement in the table given in the Postal Ballot Form.
8. Unsigned Postal Ballot Forms will be rejected.
9. Duly completed envelopes addressed to the Scrutinizer containing the Postal Ballot Forms should reach not later than the close of working hours on 3rd April, 2013. All postal ballot forms received after this date will be strictly treated as if reply from such shareholder has not been received.
10. 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 Board Resolution / Authority.
11. Voting Rights has been reckoned on the paid up value of shares registered in the name of the shareholders on the cutoff date i.e, 28.02.2013. 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.
12. Members are required not to send any other paper along with the postal ballot form in the enclosed self-addressed postage pre-paid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the scrutinizer.
13. Members are requested to fill the postal ballot forms in ink (and avoid filling it by using erasable writing mediums like pencil etc).
14. The votes in a postal ballot cannot be exercised by a proxy.
15. The scrutinizer's decision on the validity of a postal ballot will be final.
16. Members are entitled to cast their votes differently i.e, all the votes either in favour or against or partly in favour or against.
17. A member may request for a duplicate postal ballot form, if so required. However the duly filled in duplicate postal ballot forms should reach the scrutinizer not later than the date specified at Sr-No. 2 above.

