



THERMAX

Regd. Office: D-13, M.I.D.C. Industrial Area, R. D. Aga Road, Chinchwad, Pune 411 019
Corporate Office: Thermax House, 14, Mumbai-Pune Road, Wakdevadi, Pune 411 003
Corporate Identity Number (CIN): L29299PN1980PLC022787

POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before filling this Form)

Serial No. :

1. Name(s) & Registered Address of the sole / first named Member :

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

3. Registered Folio No/DP ID No.*/Client ID No.* (*applicable to shareholders holding shares in Dematerialised Form) :

4. Number of shares held :

5. Class of shares : Equity

I/we hereby exercise my/our vote(s) in respect of the Special Resolution to be passed through Postal Ballot for the business set out in Postal Ballot Notice by conveying my/our assent/dissent to the said resolution by placing the tick (✓) mark in the appropriate column below:(Tick in both boxes will render the ballot invalid).

S.No.	Particulars	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Transfer of Boiler & Heater ('B&H') business of the Company by way of a slump sale as 'going concern' to Thermax Babcock & Wilcox Energy Solutions Private Limited, a wholly owned subsidiary of the Company		

Email ID : _____
(Company may use this email ID for future communication)
Mobile No.: _____
Place : _____
Date : _____

(Signature of the Member)

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD

Note: Please read the instructions overleaf carefully before exercising your vote

INSTRUCTIONS

1. 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 pre-paid postage Business Reply Envelope. However, envelopes containing Postal Ballot Form(s), if deposited in person or sent by courier or registered/ speed post at the expense of the Member will also be accepted.
2. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/ 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.
3. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by the relevant certified true copy of Board Resolution/Authority Letter duly certified/ attested by Authorised Signatory(ies).
4. There will be only one Postal Ballot Form for every Registered Folio No. / Client ID No. / DP ID No. irrespective of the number of joint members.
5. The Postal Ballot/e-voting shall not be exercised by a proxy.
6. Incomplete, unsigned or incorrect Postal Ballot Form will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot will be final and binding.
7. Kindly note that in the following cases, a Postal Ballot form shall be considered invalid:
 - 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
8. A Member need not use all his/ her votes nor cast all the votes in the same way. The voting rights of the Members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on Friday, February 15, 2019.
9. Duly completed and signed Postal Ballot Form should reach the Scrutinizer on or before 5:00 P.M. Wednesday, March 27, 2019. All Postal Ballot Forms received after this date will be strictly treated as if the reply from the member has not been received.
10. In case a member is desirous of obtaining a printed Postal Ballot form or duplicate he or she may send an email to cservice@thermaxglobal.com or einward.ris@karvy.com. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer before 5:00 P.M. on Wednesday, March 27, 2019.
11. Member(s) are requested not to send any other paper along with the Postal Ballot Form, other than as required, in the enclosed Envelope as such Envelopes will be sent to the Scrutinizer and any extraneous paper found in such Envelope would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
12. The Company is also offering e-voting facility as an alternate, for all its Members to enable them to cast their votes electronically instead of using the Postal Ballot Form. The detailed procedure for e-voting has been enumerated in the Notes to the Postal Ballot Notice dated Friday, February 8, 2019.
13. The results of the Postal Ballot shall be declared on or before Friday, March 29, 2019. The resolution if approved by the requisite majority, shall be deemed to be passed under the relevant provisions of the Companies Act, 2013 and Rules made there under, on the last date on which duly completed Postal Ballot Forms are received by the Company.