



# Baid Leasing and Finance Co. Ltd.

Regd. Office: "Baid House", 2nd Floor, 1-Tara Nagar, Ajmer Road, Jaipur-06 Ph:9214018855  
E-mail: [baidfinance@baidgroup.in](mailto:baidfinance@baidgroup.in) Website: [www.balfc.com](http://www.balfc.com) CIN: L65910RJ1991PLC006391

Last Date for receipt of Postal Ballot Form is  
Wednesday, January 17, 2018 by 5:00 p.m.

## POSTAL BALLOT FORM

[Pursuant to Section 110 and 230(4) of the Companies Act, 2013 read with Rules made there under and SEBI Circular No. CIR/CFD/CMD/16/2015 dated 30th November 2015]

Sr. No. of Postal Ballot Form:

Name(s) of equity shareholder(s) :  
including joint-holders, if any

Registered Address of the Sole / :  
First named equity shareholder

Folio No. / DPID No.\* / Client ID No.\* :  
(\*Applicable to equity shareholders holding  
equity shares in dematerialised form)

Number of equity shares held :

I/We hereby exercise my/our vote in respect of the under noted resolution as detailed in the Notice dated December 02, 2017 convening meeting of the Equity shareholders of Baid Leasing and Finance Co. Ltd., to be held on Thursday, January 18, 2018 at 2:30 p.m. at the registered office of the Company, as directed by the Hon'ble National Company Law Tribunal, Principal Bench at New Delhi vide order dated July 4, 2017, further rectified vide order dated August 1, 2017 and subsequent order dated November 21, 2017, by sending, my/our assent (FOR) or dissent (AGAINST) to the said resolution by placing tick mark at the appropriate box below.

| Item no. | Description   | No. of equity Shares | I/We assent to the Resolution (FOR) | I/We dissent to the Resolution (AGAINST) |
|----------|---|----------------------|-------------------------------------|--|
| 1.       | Approval of Scheme of Amalgamation and Arrangement of Jaisukh Developers Private Limited and Skyview Tie Up Private Limited with Baid Leasing and Finance Co. Ltd. and their respective shareholders and creditors. |                      |                                     |  |

(Signature of the Shareholder/Power of Attorney Holder/Authorised Representative)

Place:

Date:

### ELECTRONIC VOTING PARTICULARS

| EVSN(Electronic Voting Event Number) | User ID | Password |
|--------------------------------------|---------|----------|
| 171202002                            |         |          |

**Note:** Please read instructions printed overleaf carefully before exercising your vote. Shareholders desiring to exercise e-voting option may refer to the detailed procedure on electronic voting provided in the notice of the meeting.



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## INSTRUCTIONS

1. The Principal Bench of the Hon'ble National Company Law Tribunal (NCLT), New Delhi, vide its order dated July 4, 2017, further rectified vide order dated August 1, 2017 and subsequent order dated November 21, 2017 has directed that a Meeting of the Equity Shareholders of the Applicant Company shall be convened and held at the registered office of the Company, India on Thursday, January 18, 2018 at 2:30 P.M. for the purpose of considering, and if thought fit, approving, with or without modification(s), the arrangements embodied in the Scheme of Arrangement.
2. Pursuant to Sections 230 to 232 read with Section 108 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, assent or dissent of the members in respect of the resolution detailed in the Notice dated December 02, 2017 convening is being additionally sought through Postal Ballot process/remote e-voting as per the directions of NCLT.
3. The voting rights for the shares are one vote per equity share which is fully paid registered, in the name of the shareholders/ beneficial owners as on Friday December 01, 2017, being the 'cut-off date'.
4. Please convey your assent in column "FOR" and dissent in the column "AGAINST" by placing a tick mark in the appropriate column in the Ballot Form only. The assent / dissent received in any other form / manner will not be considered.
5. Equity shareholders who have received the postal ballot form by e-mail and who wish to vote through postal ballot form, can download the postal ballot form from the Applicant Company's website [www.balfc.com](http://www.balfc.com) or seek duplicate postal ballot form from the Applicant Company.
6. Equity shareholders shall fill in the requisite details and send the duly completed and signed postal ballot form in the enclosed self-addressed postage pre-paid envelope to the scrutinizer so as to reach the scrutinizer before 05:00 p.m. on or before Wednesday January 17, 2018. Postal ballot form, if sent by courier or by registered post/speed post at the expense of an equity shareholder will also be accepted. Any postal ballot form received after the said date and time period shall be treated as if the reply from the equity shareholders has not been received.
7. Incomplete, unsigned, improperly or incorrectly tick marked postal ballot forms will be rejected by the scrutinizer.
8. The vote on postal ballot cannot be exercised through proxy. There will be only 1 (one) postal ballot form for every registered folio/client ID irrespective of the number of joint equity shareholders.
9. There will be only 1 (one) postal ballot form for every registered folio/client ID irrespective of the number of joint equity shareholders.
10. The postal ballot form should be completed and signed by the equity shareholders (as per specimen signature registered with the Applicant Company and/or furnished by the Depositories). In case, shares are jointly held, this form should be completed and signed by the first named equity shareholder and, in his/her absence, by the next named equity shareholder. Holder(s) of Power of Attorney ("PoA") on behalf of an equity shareholder may vote on the postal ballot mentioning the registration number of the PoA with the Applicant Company or enclosing a copy of the PoA authenticated by a notary. In case of shares held by companies, societies etc., the duly completed postal ballot form should be accompanied by a certified copy of the board resolution/ authorization giving the requisite authority to the person voting on the postal ballot form.
11. Kindly note that the equity shareholders (which includes Public Shareholders) can opt only one mode for voting i.e. either by postal ballot or e-voting. If an equity shareholder has opted for e-voting, then he/she should not vote by postal ballot form also and vice versa. However, in case equity shareholder(s) (which includes Public Shareholder(s)) cast their vote both via postal ballot and e-voting, then voting validly done through e-voting shall prevail and voting done by postal ballot shall be treated as invalid.
12. Shareholders are requested not to send any other paper along with the Postal Ballot in the enclosed self-addressed postage prepaid envelope.
13. Mr. Mukesh Mohan Gupta, Practicing Chartered (Membership No. 72873) has been appointed as the scrutinizer to conduct the postal ballot and e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot Form will be final.
14. The proposed Scheme of Arrangement, if assented by majority of Shareholders representing three-fourth in value of those members who have voted either by Postal Ballot or remote e-voting or voting by Poll at the Meeting, shall be considered as passed on the date of the Meeting i.e. Thursday, January 18, 2018 at 2:30 P.M. The result of the voting on the resolution will be declared on or before Saturday, January 20, 2018.
15. Any query in relation to the resolution may be sent to: [cs@baidgroup.in](mailto:cs@baidgroup.in).