

**BHARAT WIRE ROPES LIMITED**

Registered Office: Plot No. 1 & 4, Atgaon Industrial Complex, Mumbai-Nasik Highway,
Atgaon (East), Taluka Shahpur, Thane – 421601, Maharashtra, India
Tel: +91-2527-240123; Fax: +91-2527-240196

Corporate Office: 701, A Wing, Trade World, Kamala Mills Compound, SenapatiBapat Marg, Lower Parel (W), Mumbai
– 400013, Maharashtra, India

Tel: +91-22-66824600; Fax: +91-22 24955477

Website: www.bharatwireropes.com, E-mail id: investors@bharatwireropes.com

CIN: L27200MH1986PLC040468

POSTAL BALLOT FORM

(Pursuant to Section 110 of the Companies Act, 2013 and
Rule 22 of the Companies (Management and Administration) Rules, 2014)

Sr. No.: 1

Name of the First Named Shareholder including joint holders (if any):	
Postal Address:	
DP ID* & Client ID*/ Registered Folio No.**: <small>(*applicable to Members holding shares in dematerialized form **applicable to Members holding shares in physical form)</small>	
Number of Equity Share(s) held:	

I / We hereby exercise my / our vote in respect of the Ordinary/Special Resolution to be passed through Postal Ballot for the Special Business stated in the Notice dated April 7, 2018 of Bharat Wire Ropes Limited (“the Company”) by sending my / our assent (FOR) or dissent (AGAINST) to the Resolutions by placing the tick (✓) mark at the appropriate column below:

Sr. No.	Particulars	No. of Equity Share(s) held	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	Increase in Authorised Share Capital of the Company;			
2.	Alteration of Memorandum of Association and Articles of Association of the Company;			
3.	Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement (‘QIP’) to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 50,00,00,000/-; and			
4.	Shifting of Registered Office of the Company.			

Place:

Date:

Signature of the Shareholder / Beneficial Owner

The remote e-voting particulars are set out below:

ELECTRONIC VOTING PARTICULARS		
EVEN (E-Voting Event Number)	USER ID	PASSWORD

Note:

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: Tuesday, May 15, 2018 (5:00 P.M.).
3. The e-voting facility is available at the link <https://www.evoting.karvy.com>

INSTRUCTIONS

1. Voting period commences on Monday, April 16, 2018 at 9.00 A.M. and ends on Tuesday, May 15, 2018 at 5.00 P.M.
2. A Member desiring to exercise his/her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form, if deposited in person or sent by courier at the expense of the Member will also be accepted. Members are requested to convey their assent/dissent in this Postal Ballot Form only. The assent/dissent in any other form or manner shall be considered as invalid.
3. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
4. This Postal Ballot Form should be completed and signed by the Member as per the specimen signature registered with the Registrar/Depository. In case of Joint holding, this Form should be completed and signed by the first named Member and in his absence, by the next named Member (as per the specimen signature registered with the Registrar/Depository). The right of voting by Postal Ballot shall not be exercised by a Proxy.
5. In case of Companies, Trusts, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/ Power of Attorney / attested specimen signatures of duly authorized signatories giving requisite authority to the person voting in Postal Ballot Form. In case holders of Power of Attorney sign the Postal Ballot Form, reference of Power of Attorney registration by the Company should be mentioned in the Postal Ballot Form.
6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than Tuesday, May 15, 2018 at 5.00 P.M. Postal Ballot Forms received after this date will be strictly treated as if the reply from such Member has not been received.
7. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the last date of voting.
8. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, April 13, 2018.
9. A Member need not use all his/her votes nor does he/she need to cast his/her votes in the same way.
10. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed business reply envelope. Any extraneous paper found in such envelope will be destroyed by the Scrutinizer.
11. The Scrutinizer's decision on the validity of a Postal Ballot form will be final.
12. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
13. Only a Member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as an intimation only.
14. Votes of the Member will be considered invalid on any of the following grounds:
 - a) If the Postal Ballot form is unsigned, incomplete or incorrectly filled;
 - b) It is not possible to determine without any doubt the assent or dissent of the Member;
 - c) Neither assent nor dissent is mentioned;
 - d) If the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified, or one or more of the above grounds;
 - e) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member;
 - f) The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - g) It is received from a Member who is in arrears of payment of calls;
 - h) Member has made any amendment to the Resolution or imposed any condition while exercising his vote;
 - i) Such other reasons as the Scrutinizer may deem fit.