



Bharat Bijlee Limited

Regd. Office: Electric Mansion, 6th Floor, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400 025.

CIN: L31300MH1946PLC005017, Phone: 022 – 24306237, Fax: 022 - 2437 0624

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BALLOT FORM

(To be returned to the Scrutinizer appointed by the Company)

1. Name(s) of the Member(s) [including joint-holder(s) if any] :
2. Registered Address of the sole/first named Member :
3. Registered Folio No./ DP ID/ Client ID* :
(*applicable only to Members holding shares in demat form)
4. Number of equity share(s) held :
5. I/We hereby exercise my/ our vote in respect of the following resolution(s) to be passed at the 67th Annual General Meeting of the Members of the Company, to be held on Thursday, September 11, 2014 at 3.00 p.m. at 'Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate Mumbai 400 020 in respect of the businesses as stated in the Notice dated July 25, 2014 by conveying my/ our assent or dissent to the said resolution(s) by placing the tick (✓) mark at the box against the respective matters:

Sr. No.	Description of the businesses as set out in the Notice dated July 25, 2014	No. of Equity Shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Adoption of the audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and auditors thereon.			
2.	Re-appointment of Mr. Anand J. Danani (holding DIN 00056534) as a Director, who is liable to retire by rotation and, being eligible, offers himself for re-appointment.			
3.	Appointment of Messrs Dalal & Shah, Chartered Accountants, having Registration No. 102021W as the Auditors of the Company for a period of 3 consecutive years.			
4.	Appointment of Ms. Mahnaz A Curmally (holding DIN 06907271), as a Director liable to retire by rotation.			
5.	Appointment of Mr. Ravishanker Prasad (holding DIN 06641845), as a Director liable to retire by rotation			
6.	Appointment of Mr. Prakash V. Mehta (holding DIN 00001366), as an Independent Director for a consecutive period of 5 years.			
7.	Appointment of Mr. Sanjiv N. Shah (holding DIN 00007211), as an Independent Director for a consecutive period of 5 years.			
8.	Appointment of Mr. Jairaj C. Thacker (holding DIN 00108552), as an Independent Director for a consecutive period of 5 years.			
9.	Appointment of Mr. Rajeshwar R. Bajaaj (holding DIN 00419623), as an Independent Director for a consecutive period of 5 years.			
10.	Payment of remuneration to Mr. Shome N. Danani, Executive Director in terms of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014			
11.	Power to the Board of Directors of the Company to borrow monies for the purposes of the business of the Company up to an amount not exceeding Rs. 650 crores.			
12.	Ratification of Cost Auditors remuneration to be paid to Messrs P M Nanabhoy & Co.			

Place:

Date:

#E-mail address: _____

Signature of the Member

To be provided by the Member(s) holding equity shares in physical form.

Note: Please read the instructions given overleaf and in the Notes of the Notice dated July 25, 2014, carefully before exercising your vote.



Instructions for filling Ballot Form:

- (i) A Member desiring to exercise vote by Ballot may complete this Ballot Form and send it to the Scrutinizer in the attached self-addressed pre-paid postage Business Reply Envelope. Postage charges will be borne and paid by the Company. However, envelopes containing 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.
- (ii) 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.
- (iii) Duly completed Ballot Form should reach the Scrutinizer on or before the close of working hours ie. 5:00 PM on Friday, September 05, 2014. All Ballot Forms received after this date will be strictly treated as if the ballot from such Member(s) has not been received.
- (iv) There will be only one Ballot Form for every folio irrespective of the number of joint holder(s). Ballot cannot be exercised by a proxy.
- (v) In case of shares held by companies, trusts, societies etc., the duly completed Ballot Form should be accompanied by a relevant Board Resolution/ Authority Letter duly certified/ attested by authorised signatory(ies).
- (vi) Members are requested not to send any other paper along with the Ballot Form in the enclosed self-addressed pre-paid postage Business Reply Envelope, as all 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 liable to acknowledge or act on the same.
- (vii) A Member need not use all the votes or 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, August 29, 2014.
- (viii) Incomplete, unsigned or incorrect Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Ballot will be final and binding on the concerned Member and the Company.
- (ix) 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 Ballot Form. The detailed procedure for e-voting has been enumerated in the Notes to the Notice dated July 25, 2014 convening the 67th Annual General Meeting of the Members of the Company. Please go through the instructions thoroughly before exercising the e-voting facility.