

**AVI PHOTOCHEM LIMITED**

(CIN: L24200MH1989PLC050913)

Regd Office: 110 Manish Indl Estate No 4, Navghar, Vasai (East), Dist: Thane 401210

TEL: 9323468454 / 9223434316 / 0250-2393973

Email: avichem@vsnl.com / Website: www.aviphoto.in**POSTAL BALLOT FORM**

Last Date: 26.02.2016, 5:00 p.m.

Sr. No. :

Name and Registered Address of the sole / First named Member	:
Name (s) of the Joint Holder (s) (if any)	:
Registered Folio No./ DP ID No. and Client ID No.	:
Number of share(s) held	:

I / We hereby exercise my / our vote(s) in respect of the following Special Resolutions to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot dated 30th November, 2015 of the Company, by sending my/ our assent or dissent to the said resolutions by placing a tick (✓) mark at the appropriate box below:

Sr. No.	Description	No. of Shares held	(For) I/We assent to the Resolution	(Against) I/We dissent to the Resolution
1.	Approval for change of the name of the Company from "AVI Photochem Limited" to "AVI Products India Limited" and consequent alteration to Memorandum of Association and Articles of Association of the Company.			
2.	Amendment to Main Object Clause of the Memorandum of Association of the Company.			

Place:

Date: _____
(Signature of Member/ Beneficial Owner)

EVSN (Electronic Voting Sequence Number)	User ID	*Default PAN /Password
INE316001021		

* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN field.

Note:

1. If the voting rights are exercised electronically, there is no need to use this form.
2. Please read the instructions overleaf before exercising your vote. For E-voting instructions, kindly refer the Notice of Postal Ballot.



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IMPORTANT INSTRUCTIONS

- I. 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, January 28, 2016.
- II. Voting by Postal Ballot, in physical form or e-Voting, can be exercised only by the shareholder or his/her duly constituted attorney or, in case of bodies corporate, the duly authorized person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
- III. Voting period commences on Thursday, January 28, 2016 at 9.00 a.m. and will end on Friday, February 26, 2016 at 5.00 p.m.
- IV. The result of the postal ballot would be announced by the Managing Director or any other Director of the Company on Monday, February 29, 2016 at 5.00 p.m. and displayed on the Notice Board of the Company at its Registered Office besides being communicated to the Bombay Stock Exchange.
- V. A member need not use all his/her votes.
- VI. Shareholders can opt only one mode for voting i.e. either by Physical Ballot or e-voting. In case the member has exercised the vote in physical as well as electronic mode, the vote by electronic mode only will be considered.
- VII. The Scrutinizer's decision on the validity of a Postal Ballot shall be final.
- VIII. Any queries/grievances pertaining to voting by postal ballot can be addressed to Mr. Bhavna K. Patel, Compliance Officer of the Company, at 110, Manish Industrial Estate No. 4, Navghar Road, Vasai East, Thane-401210 or by sending an email at aviphotochem@gmail.com.

Instructions for Voting by Physical Postal Ballot Form

- I. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed postage pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier at the expense of the Member but using the postage pre-paid envelope will also be accepted. Members are requested to convey their assent or dissent in this postal ballot form only. The assent or dissent received in any other form or manner shall be considered as invalid.
- II. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
- III. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar/Depository. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered/recorded with the Registrar/Depository) by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration No. of the POA or enclosing an attested copy of POA. Unsigned Postal Ballot Form will be rejected.
- IV. Duly completed Postal Ballot Form should reach the Scrutinizer not later than Friday, February 26, 2015 at 5.00 p.m. Postal Ballot Forms received after the aforesaid date and time will be strictly treated as if reply from such member has not been received.
The Members are requested to send the duly completed Postal Ballot Forms well before the last date, providing sufficient time for postal transit.
- V. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority and with attested specimen signature(s) of the duly authorized signatories giving requisite authority to the person voting on the Postal Ballot Form. Where the form has been signed by a representative of the President of India or of the Governor of a state, a certified copy of the nomination should accompany the Postal Ballot Form.
- VI. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast as per the tick mark placed by the shareholder in the respective column.
- VII. Shareholders are requested not to send any paper (other than the resolution/authority as mentioned under instruction no. V above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
- VIII. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of Joint Member(s).
- IX. A member may request for a duplicate Postal Ballot Form, if so required and the same duly completed should reach the scrutinizer not later than the last date for voting.
- X. Postal Ballot Forms with following deficiencies will be rejected.
 - i. A form other than one issued by the Company has been used.
 - ii. It has not been signed by or on behalf of the Member.
 - iii. Signature on the postal ballot form doesn't match the specimen signatures with the Company.
 - iv. It is not possible to determine without any doubt the assent or dissent of the Member.
 - v. Neither assent nor dissent is mentioned.
 - vi. Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member.
 - vii. The envelope containing the postal ballot form is received after the last date prescribed.
 - viii. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority.
 - ix. It is defaced or mutilated in such a way that its identity as a genuine form cannot be Established.
 - x. Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
 - xi. Postal Ballot Form is received after the aforesaid stipulated period shall not be counted for the purposes of passing of the resolution.