



## HSIL LIMITED

Registered Office : 2, Red Cross Place, Kolkata - 700 001  
Phone : 91-33-2248 7407 / 5668  
E-mail : [hsilinvestors@hindware.co.in](mailto:hsilinvestors@hindware.co.in)  
Website : [www.hindwarehomes.com](http://www.hindwarehomes.com)  
CIN : L51433WB1960PLC024539

### POSTAL BALLOT FORM

1.	Name(s) & Registered Address of the sole/first named member registered with HSIL Limited
2.	Name(s) and address(es) of the Joint-Holder(s), if any, registered with HSIL Limited
3.	Registered Folio Number/ DP ID & Client ID No.* *(Applicable to investors holding Shares in dematerialized form)
4.	Number of Equity Share(s) held

I/We hereby exercise my/our vote in respect of the following Resolutions to be passed through Postal Ballot/remote e-voting, for the business stated in the Notice dated August 17, 2018 of the meetings of the equity shareholders of HSIL Limited by conveying my/our assent or dissent to the said Resolution by placing tick (✓) mark in the appropriate box below:

Description of Resolution	No. of shares	I / We assent to the Resolutions (FOR)	I/We Dissent to the Resolutions (AGAINST)
Approval for the proposed composite scheme of arrangement between HSIL Limited, the <b>Transferor Company</b> , Somany Home Innovation Limited, <b>Transferee 1</b> and Brilloca Limited, <b>Transferee 2</b> and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and other matters incidental thereto.			

Place :

Date :

\_\_\_\_\_  
Signature of the Member or the Authorised Representative (as per instructions overleaf)

### ELECTRONIC VOTING PARTICULARS

The e-voting facility is available at the link <https://www.evotingindia.com>. The e-voting particulars are set out as follows:

E-Voting Sequence No. (EVSN)	USER ID (16 Digit Demat Account / Folio No.)	(Permanent Account Number (PAN)/ As per point no. 3 (g) of e-voting procedure of instructions)

#### Note :

1. Last date for receipt of Postal Ballot Forms by Scrutinizer is Friday, September 28, 2018 at 5:00 P.M (IST).
2. Please read the instructions printed overleaf carefully before exercising your vote.

## INSTRUCTIONS

### 1. GENERAL INFORMATION

- a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.
- b) Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast by e-voting shall prevail and votes cast through postal ballot form shall be considered invalid.
- c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives accompanied by a certified copy of the relevant board resolution with the specimen signature(s) of the authorized signatory(ies) duly attested.
- d) **The e-voting period commences on Thursday, the August 30, 2018 (9:00 A.M. IST) and ends on Friday, the 28th September, 2018 (5.00 P.M. IST). During this period, members of the Company, holding shares in physical form or in dematerialised form, as on the cut-off date Friday, the 17th August, 2018, may cast their vote electronically.**
- e) Ms. Arti Vyas, Practicing Company Secretary, has been approved as the Scrutinizer for the voting process (voting through Postal Ballot as well as e-voting) in a fair and transparent manner.

### 2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

- a) Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the scrutinizer in the enclosed postage prepaid self-addressed envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.
- b) In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.
- c) The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.
- d) Completed Postal Ballot Forms should reach the scrutinizer at the Registered Office of the Company at 2, Red Cross Place, Kolkata - 700 001 not later than the close of working hours i.e. at 5.00P.M. on Friday, the 28th September, 2018. Postal Ballot Forms received after this date will be considered invalid.
- e) Postal Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The scrutinizer's decision in this regard shall be final and binding.
- f) A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Company's Registrar- Maheshwari Datamatics Pvt. Ltd. at 23, R. N. Mukherjee Road, 5th Floor, Kolkata -700 001 or to the e-mail id:mdpldc@yahoo.com. Duly completed and signed duplicate Postal Ballot Forms should, however, reach the scrutinizer not later than the close of working hours i.e. 5.00 P.M. on Friday, 28th September, 2018.
- g) Members are requested not to send any paper (other than the resolution/authority as mentioned under "General Information" point 1.c above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelopes 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.

### 3. PROCESS FOR MEMBERS OPTING FOR E-VOTING

- (a) Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (b) Click on "Shareholders" tab.
- (c) Now, select the "HSIL Limited" from the drop down menu and click on "SUBMIT".
- (d) Now Enter your User ID.
  - (i) For CDSL: 16 digits beneficiary ID,
  - (ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - (iii) For Physical Form: Members should enter Folio Number registered with the Company.
- (e) Next enter the Image Verification as displayed and Click on Login.
- (f) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (g) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
<b>PAN</b>	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field. The sequence number is provided on the Postal Ballot Form.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
<b>DOB</b>	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
<b>Dividend Bank Details</b>	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"><li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field.</li></ul>

- (h) After entering these details appropriately, click on "SUBMIT" tab.
- (i) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (j) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (k) Click on the EVSN for the relevant "HSIL Limited" on which you choose to vote.
- (l) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (m) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (n) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (o) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (p) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (q) If demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (r) Note for Institutional Shareholders
  - (i) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - (ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - (iii) After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - (iv) The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - (v) A scanned copy of the Board Resolution and Power of Attorney which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (s) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (t) The voting rights of shareholders shall be in proportion to their share in the paid up equity share capital of the Company.