

**SESHASAYEE PAPER AND BOARDS LIMITED**

CIN : L21012TZ1960PLC000364

Registered Office: Pallipalayam, Namakkal District, Cauvery RS PO, Erode - 638 007, Tamilnadu, India.

Phone : (91) (4288) 240221 - 228, Fax : (91) (4288) 240229, Email : secretarial@spbltd.com, Web : www.spbltd.com

POSTAL BALLOT FORM

Postal Ballot No. _____

1.	Name(s) of Member(s) (including joint holders, if any)	
2.	Registered address of the sole / first named member	
3.	Registered Folio No.* (*Applicable to member(s) holding shares in physical form) DP ID No. & Client ID No.** (**Applicable to member(s) holding shares in dematerialised form)	
4.	Number of shares held	

I/We hereby exercise my/our vote in respect of the Ordinary Resolutions to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company by sending my/our assent (**FOR**) or dissent (**AGAINST**) to the said resolution by placing the tick(✓) mark at the appropriate box below:

Sl. No.	Description	No. of shares	I / we assent to the Resolution (FOR)	I / we dissent to the Resolution (AGAINST)
1.	Ordinary Resolution for appointment of Sri A L Somayaji, as an Independent Director.			
2.	Ordinary Resolution for appointment of Dr Nanditha Krishna, as an Independent Director.			

Place: _____

Date: _____

Signature of the Member _____

ELECTRONIC VOTING PARTICULARS		
(E-Voting Event Number)	User ID	Password / PIN

Note : Last date for receipt of Postal Ballot Forms by Scrutinizer is 27th September 2014 (before the close of the working hours i.e.17.30 hours)

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr. B. Kalyanasundaram a Practicing Company Secretary in the attached self addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted.
2. This Form should be completed and signed by the Shareholder (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 Shareholder and in his/her absence, by the next named Shareholder. In case Postal Ballot Form is signed through a delegatee, a copy of Power of Attorney attested by the Member shall be annexed to the Ballot.
3. Duly completed Postal Ballot Form should reach the Company not later than 27th September 2014 before the close of the working hours i.e. 17:30 hours. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received.
4. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Shareholder(s).
5. In case of shares held by companies, trusts, societies etc the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution/authority letter.
6. A Shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e. 27th September 2014 at 17.30 hours.
7. The Voting rights of Members shall be in Proportion to their shares of the Paid up Equity Share Capital of the Company as on 20th August 2014.
8. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed 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.
9. A Shareholder neither needs to use all the votes nor needs to cast all the votes in the same way.
10. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
11. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
12. The result of the Postal Ballot will also be posted on the website of the Company www.spbltd.com and also on the website of NSDL and communicated to National Stock Exchange of India Ltd. (NSE) / BSE Ltd. for the information of the Shareholders.
13. In compliance with provisions of Section 110 of the Act read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the Shareholders of the company for which necessary instructions are given in the Postal Ballot Notice.