



CANTABIL RETAIL INDIA LIMITED

(CIN: L74899DL1989PLC034995)

Regd. Office: B-16, Ground Floor, Lawrence Road,
Industrial Area, New Delhi – 110035

email: investors@cantabilinternational.com

Web: www.cantabilinternational.com Tel: 91-11-27156381/82 Fax: 91-11-27156383

POSTAL BALLOT FORM

Sl. No.....

1. Name(s) of the Shareholder(s) including joint Shareholder(s), if any	:	
2. Name of the Joint Shareholder, if any	:	
3. Registered address of the Sole or First Named Shareholder	:	
Folio no./Client id :		
DP Id :		
4. Number of shares held	:	

I / We hereby exercise my / our vote in respect of the Ordinary / Special Resolution to be passed through postal ballot for the business stated in the Notice of the Company by conveying my / our assent or dissent to the said resolution by placing a tick mark (✓) in the appropriate box below :

Sr. No.	Description / Resolutions	No. of Shares Held	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1	Alteration in Clause III of the Memorandum of Association of the Company			
2	Alteration in Clause IV of the Memorandum of Association of the Company			
3	Alteration in the Articles of Association of the Company			

Place:

Date:

Signature of the Shareholder

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ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	User ID	Password

The e-voting facility will be available during the following voting period:

Commencement of E-voting	End of E-voting

Note: Please carefully read the instructions printed overleaf before exercising the vote.

INSTRUCTIONS FOR VOTING BY PHYSICAL POSTAL BALLOT FORM

1. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal ballot form in all respects and send it after signatures to the Scrutinizer in the attached self-addressed postal pre-paid envelope that shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier, at the expenses of the shareholder will also be accepted. The shareholders are requested to convey their assent or dissent in the enclosed postal Ballot Form only. The assent or dissent received any other form or manner shall be considered as invalid.
2. The self-addressed business reply envelope bears the name of the Scrutinizer appointed by the board of Directors of the Company and the address to which the same needs to be dispatched.
3. The Postal Ballot Form should be signed by the Shareholder as per the specimen signature registered with the Registrar/Depository by the first named shareholder and in his/her absence, by the next named shareholder. Holder(s) of power of Attorney (POA) on behalf of the Shareholder(s) may vote on the postal Ballot enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.
4. In case of Equity Shares held by the shareholders other than individual shareholders, the duly completed Postal Ballot Form should be signed by the authorized signatory, whose signature is already registered with the Registrar and Share Transfer Agent or it should be accompanied by a certified copy of board Resolution/authority and with attested specimen signature(s) of the duly authorized signatories giving requisite authorities in the person voting on the Postal Ballot Form.
5. The duly completed Postal Ballot Form should reach the Scrutinizer not later than 30.01.2016 at 5 P.M. The Postal Ballot Form received after this date will be treated as if reply from such shareholder has not been received. The shareholders are requested to send the duly completed postal Ballot Form well before the last date providing sufficient time for the postal transit.
6. Shareholders are requested not to send any paper (other than the Resolution/ authority as mentioned under instruction 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.
7. There will be one Postal Ballot form for every folio/ client ID irrespective of the number of the joint shareholders. On receipt of the duplicate Postal Ballot form, original will be rejected.
8. In case a Member is desirous of obtaining a printed postal ballot form or a duplicate, he may send request at the registered office of the Company B-16, Lawrence Road Industrial Area, New Delhi – 110035.
E-mail id Poonam@cantabilinternational.com.
9. The votes should be cast either in favour of or against by putting the tick mark in the column provided for assent or dissent. Postal ballot Form bearing in both the columns will render the Form invalid.
10. In complete, unsigned or incorrectly filled Postal Ballot Form shall be rejected.
11. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the members.
12. Kindly note that the shareholder(s) can opt for only one mode of voting i.e. either physical ballot or e-voting. However, in case shareholders cast their vote by Physical Ballot and e-voting, then voting done through valid e-voting shall prevail and the voting done by physical postal Ballot will be treated invalid.

THE INSTRUCTION FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

- (i) The voting period begins on 31.12.2015 at 10:00 A.M. and ends on 30.01.2016 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 30.10.2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL, for voting thereafter.
- (ii) The Shareholders should log on to the e-voting website - www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your user ID
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
 - c. Members holding shares in Physical Form should enter Folio number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter you 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholder(s))</p> <ul style="list-style-type: none"> • 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 8 digits of the sequence number which is mentioned in address label as Sr. No. affixed on Postal Ballot Notice, in the PAN field. • 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 RA000000 in the PAN field.
Dividend Bank Details	<ul style="list-style-type: none"> • Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • 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 as mentioned in instruction (iv).
DOB	<ul style="list-style-type: none"> • 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.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will them 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 the 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.
- (x) For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Cantabil Retail India Limited which you used to vote.
- (xii) 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 desire. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non-Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Resolution form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdsl.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy the Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be updated in PDF format in the system for the scrutinizer to verify the same.
 - Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 30th October, 2015 may follow the same instructions as mentioned above for e-Voting.
- (xix) 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 under help section or write an email to helpdesk.evoting@cdslindia.com.