



SHRISTI INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED

CIN: L65922WB1990PLC049541

Regd. Office: Plot No.X-1, 2 & 3, Block EP, Sector V, Salt Lake City, Kolkata-700 091

Website:www.shristicorp.com, Email: secretarial@shristicorp.com

Tel: (033)-40202020, Fax : (033) – 40202099

POSTAL BALLOT FORM

(Please read the instructions written overleaf before completing this form)

Serial No.

1. Name(s) & Registered Address of the sole / first named shareholder :
2. Name(s) of the Joint-Holder(s) if any :
3. i) Registered Folio No. :
ii) * DP ID No. & Client ID No. :
[*Applicable to Shareholders holding shares in dematerialised form]
4. No of Equity Share(s) held :
5. I/We hereby exercise my/our vote(s) in respect of the Resolution as detailed in the Notice dated 21st September, 2017 convening Meeting of Equity Shareholders of Shristi Infrastructure Development Corporation Limited, as directed by the Hon’ble National Company Law Tribunal, Kolkata Bench, on Wednesday, 25th October, 2017 at 12:00 Noon at ‘India Power Convergence Centre’, Plot No. X-1, 2 & 3, Block-EP, Sector-V, Salt Lake City, Kolkata-700091 by sending my/our assent or dissent to the said Resolution by placing a tick mark (v) in the appropriate box below:

Resolution	No. of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
Approval of the Scheme of Arrangement between Shristi Infrastructure Development Corporation Limited, East Kolkata Infrastructure Development Private Limited and Vipani Hotels & Resorts Private Limited, and their respective shareholders.			

Place :

Date :

Signature of the Shareholder

or

Authorised Representative

INSTRUCTIONS FOR VOTING

1. In terms of an order dated 6th September 2017, of the Hon'ble National Company Law Tribunal, Kolkata Bench ("Tribunal"), made in Company Application (CAA) No.353/KB/2017, Equity Shareholders of Shristi Infrastructure Development Corporation Limited (hereinafter referred to as "Members" or "Shareholders") shall have the facility and option of voting on the aforesaid Resolution for approval of the Scheme by casting their votes in person or by proxy at the venue of the meeting to be held in terms of the said order on 25th October 2017 for considering the said Resolution or by postal ballot/ electronic voting ("e-voting") during the respective periods as stated below:-

	Manner of voting	Commencement of voting	End of Voting
A.	Postal Ballot	9:00 a.m. 23rd September 2017	5:00 p.m. 22nd October 2017
B.	E-voting	9:00 a.m. 22nd October 2017	5:00 p.m. 24th October 2017
C.	Poll at venue of meeting	25th October 2017 (upon poll being announced by Chairperson)	25th October 2017 (till poll is open)

2. The Shareholders may opt to exercise their votes only in one mode, i.e, by (a) postal ballot, (b) e-voting or (c) by poll at the venue of the meeting. In case Shareholders, cast their vote by both Physical Ballot and e-Voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid. Further, Shareholders casting their votes by Postal Ballot and/or e-voting, as aforesaid, shall not be entitled to vote again by poll at the venue of the meeting, whether in person or by proxy. If they do so, the votes so cast by them at the venue of the meeting shall be treated as invalid.
3. It is however clarified that Shareholders casting their votes by postal ballot / e-voting, as aforesaid, shall nevertheless be entitled to attend and participate in the meeting along with the other Shareholders but shall not be entitled to vote again at the meeting, as stated above. At the venue of the meeting the votes shall be taken only physically by ballot papers. Facility for postal ballot or e-voting shall not be available at the venue of the meeting.
4. The voting rights of the Equity Shareholders shall be in proportion to their Equity Shareholding in the Company as on the close of business hours on 18th October 2017, being the cut-off date fixed by the Hon'ble Tribunal.
5. Voting by Postal Ballot, in the 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 authorised person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
6. The results of the voting shall be announced by the Chairperson on or before 1st November, 2017 upon receipt of the Scrutinizer's report and same shall be displayed on the website of the Company (www.shristicorp.com) and website of Karvy Computershare Private Limited (<https://evoting.karvy.com>).

INSTRUCTIONS FOR VOTING BY PHYSICAL POSTAL BALLOT FORM

- a) 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 postage pre-paid self-addressed 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 will also be accepted. Members are requested to convey their assent or dissent or abstain in this Postal Ballot Form only. The assent or dissent received in any other form or manner shall be considered as invalid.
- b) The Self-addressed envelope bears the name of the Scrutinizer appointed by the Hon'ble Tribunal and the address to which the same needs to be dispatched.

- c) The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar/ Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with 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 the Members may vote on the Postal Ballot mentioning the registration number of the POA and enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.
- d) Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. on 22nd October, 2017. Postal Ballot Form received after that date 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 Form well before the last date providing sufficient time for the postal transit.
- e) In case of Equity Shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution/authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
- f) 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.
- g) There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of the joint Members. On receipt of the duplicate Postal Ballot Form, the original will be rejected.
- h) A Member who has not received the postal ballot form, can download the same from the Company's website (www. shresticorp.com). In case a Member is desirous of obtaining a printed duplicate postal ballot form, he or she may send request by letter to the registered office of the Company or send e-mail from their registered email id to investor.relations@shresticorp.com or einward.ris@karvy.com. or write to Mr. S. V. Raju, Deputy General Manager of Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032. The said Registrar and Share Transfer Agents / Applicant Company shall forward the same along with postage prepaid self-addressed Envelope to the Equity Shareholder. Such postal ballot form duly completed should reach the Scrutinizer not later than the last date for voting mentioned above.
- i) The votes should be cast either in favour of or against by putting the tick (v) mark in the column provided for assent or dissent or abstain. Postal Ballot Form bearing (v) in both the columns will render the Form invalid.
- j) Incomplete, unsigned or improperly or incorrectly filled Postal Ballot Form shall be rejected.

INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MODE

The instructions for Members for e-voting are as under:

Open your web browser during the voting period and navigate to <https://evoting.karvy.com>.

- a. Enter the login credentials (i.e. user-id & password) mentioned on the Attendance Slip. Your folio/DP Client ID will be your

User – ID	User-ID For members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- • Even followed by Folio Number registered with the Company
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Password	Your Unique password is printed on the Attendance Slip
Captcha	Enter the Verification code i.e. please enter the alphabets and the numbers in the exact way as they are displayed for security reasons

- b. Please contact our toll free No. 1-800-34-54-001 for any further clarifications.
- c. Members can cast their e-votes online from 22nd October at 09:00 a.m. to 24th October, 2017 at 5:00 p.m. (end date)
- d. After entering these details appropriately, click on "LOGIN".
- e. Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. Change the password with new password of your choice with minimum 8 characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for Resolution(s) of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-voting platform. System will prompt you to change your password and update any contact details like mobile, email id etc. on 1st login. Note the new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (i) You need to login again with the new credentials
 - (ii) Select "EVENT" i.e SHRISTI INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED.
 - (iii) Now you are ready for e-voting as Cast Vote page opens
 - (iv) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (v) Upon confirmation, the message "Vote cast successfully" will be displayed
 - (vi) Once you have voted on the resolution, you will not be allowed to modify your vote
- f. On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN'.
- g. Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail nitu@vinodkothari.com with a copy marked To evoting@karvy.com. The file scanned image of the Board Resolution/Authority letter etc. should be in the naming format "Corporate Name". In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the Downloads section of <https://evoting@karvy.com> or contact Karvy at the following Telephone No: 04067161500.
- h. If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any Company, then your existing login id and password are to be used. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).