

ABG

BALLOT FORM

1. Name and Registered Address
of the Sole / First named Shareholder :

2. Name(s) of the Joint Holder(s) (if any) :

3. Registered Folio No./DP ID No.
and Client ID No. :

4. Number of Share(s) held :

I/ WE hereby exercise my/our vote(s) in respect of the Resolutions set out in the Notice of the 30th Annual General Meeting (AGM) of the Company to be held on Wednesday, 30th September, 2015, by sending my/ our assent or dissent to the said Resolutions by placing the tick () mark in the appropriate box below:

Item No.	Resolution	No of shares	(FOR)	(AGAINST)
			I/We assent to the Resolution	I/We dissent to the Resolution
ORDINARY BUSINESS				
1.	Adoption of audited financial statements, Report of the Board of Directors and Auditors thereon, for the financial year ended on 31 st March, 2015.			
2.	To Ratify the appointment of M/s. Nisar & Kumar as Statutory Auditors of the Company and to fix their remuneration.			
SPECIAL BUSINESS				
3.	Appointment of Mr. Sushil Agarwal as an Independent Director.			
4.	Appointment of Mr. Ravi Nevatia as an Independent Director			
5.	Issue of securities for a value of upto Rs. 2,000/- crores (Rupees Two Thousand Crores)			
6.	Approval for revision in Remuneration of Mr. Syed Abdi.			

Place :

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Date :

(Signature of the shareholder)

Note : Please read the instructions carefully before exercising your vote.

INSTRUCTIONS

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the Resolutions forming part of the Notice of the AGM.

PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY USING THE BALLOT FORM

1. Please complete and sign the Ballot Form (no other form or photo copy thereof is permitted) and send it to the Scrutinizer Mrs. Kala Agarwal, Practising Company Secretaries, C/o. unit ABG Shipyard Limited, Link Intime India Private Limited, C-13, pannalal Silk Mills Compound, L.B.S. Marg, Bhandup West, Mumbai – 400 078.
2. The Form should be signed by the Member as per the specimen signature registered with the Company/Depositories. In case of joint holding, the Form should be completed and signed by the first named member and in his/her absence, by the next named joint holder. A Power of Attorney (POA) holder may vote on behalf of the Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted through Proxy.
3. In case the shares are held by companies, trusts, societies etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/ Authorization.
4. Votes should be cast in case of each resolution, either in favour or against by putting the (v) tick mark in the column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the company as on 23rd September, 2015 and as per the Register of Members of the Company.
6. Duly completed Ballot Form should reach the Scrutinizer not later than 29th September, 2015 at 5.00 p.m. Ballot Form received after 29th September, 2015 at 5.00 p.m. will be strictly treated as if the reply from the Members has not been received.
7. A Member may request for a duplicate Ballot Form, if so required. However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified in Serial no. 6 above.
8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member as to whether the votes are in favour or against or if the signature cannot be verified.
9. The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
10. The results declared alongwith Scrutinizer's Report shall be placed on the Company's website www.abgindia.com within two days of the passing of the Resolutions at the AGM of the Company and communicated to the both the Stock Exchanges viz. NSE and BSE.