



## BRIGADE

### Brigade Enterprises Limited

CIN: L85110KA1995PLC019126

Regd. Off.: 29th & 30th Floors, World Trade Center  
Brigade Gateway Campus, 26/1 Dr. Rajkumar Road  
Malleswaram-Rajajinagar, Bangalore - 560055  
Phone no. 080 41379200, Fax No. 080 41379321

Website : www.brigadegroup.com, Email Id : investors@brigadegroup.com

### POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

Serial No. :

1. Name & address of the Sole/  
First named Shareholder as  
registered with the Company :

2. Name(s) of the joint Shareholders. :  
If any, registered with the Company

3. Registered Folio No./DPID No. & :  
Client ID No. (applicable to  
Shareholders holding equity shares  
of the Company in electronic form)

4. No. of equity shares held :

5. I / We hereby exercise my/our vote in respect of the Resolution to be passed through postal ballot for the business stated in the Notice convening the meeting of the equity shareholders of the Company pursuant to Order passed by the National Company Law Tribunal, Bengaluru Bench dated August 7, 2017 (as may be amended) by recording my/our assent or dissent or otherwise to the said resolution by placing a tick (✓) mark in the appropriate box below:

Item No.	Description	No. of Equity Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1,	Approval of the shareholders to the Scheme of arrangement for the transfer of three business undertakings of Brigade Enterprises Limited namely, the hotels business undertaking, integrated clubs and convention centres business undertaking and Augusta Club business undertaking on a going concern basis to Brigade Hotel Ventures Limited, Brigade Hospitality Services Limited and Augusta Club Private Limited respectively			

Place:  
Date:

Signature of Shareholder(s)

## General Instructions

1. A shareholder desiring to exercise vote by postal ballot should complete the postal ballot form and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballot forms if sent by courier or by registered post/speed post at the expense of the shareholder will also be accepted. The postal ballot form may also be deposited personally at the address provided in the envelope.
2. The postal ballot form should be completed and signed by the sole/ first shareholder. In the absence of the first shareholder in a joint holding, the form may be completed and signed by joint holder. However, where the form is sent separately by the first shareholder and the joint holder(s), the vote of the first holder would be valid.
3. The voting period commences on Tuesday, August 22, 2017 from 9.00 a.m. onwards and ends at 5.00 p.m. on Wednesday, September 20, 2017. The postal ballot form duly completed and signed should be sent to the Scrutinizer appointed by the Company on or before the closing hours i.e. on or before 5.00 p.m., Wednesday, September 20, 2017.
4. The postal ballot(s) received after this date will be treated as if the reply from the shareholder has not been received and the same will not be considered.
5. In case of equity shares of the Company held by companies, trusts, societies etc. the duly completed and signed postal ballot form should be accompanied by a certified true copy of the board resolution/ authority with signature of the authorised signatory(ies) giving requisite authority to the person voting on the postal ballot form or duly attested by a banker.
6. The unsigned, incomplete, mutilated, incorrectly filled postal ballot forms will be rejected.
7. Shareholders are requested not to send any matter along with postal ballot form in postage prepaid self addressed envelope. If any papers other than postal ballot form and relevant annexures are found the same will be destroyed by the Scrutinizer.
8. The postal ballot form cannot be exercised by a proxy.
9. A tick (✓) mark should be placed in the relevant box signifying assent/dissent for the resolution, as the case may be, before mailing the postal ballot form. Postal ballot forms bearing tick (✓) mark in both the columns will render the same as invalid.
10. All shareholders holding equity shares in physical form who are registered as shareholders and the beneficial owners holding equity shares of the Company in electronic form on Friday, August 11, 2017 are entitled to vote on the resolution on the basis of the paid-up value of the equity shares held as on that date.
11. There is only one postal ballot form for every folio no./clinet id.
12. A shareholder can adopt only one mode of voting i.e either by postal ballot form or e-voting or voting in person in the general meeting. In case of the voting done in all or combination of two modes then the scrutinizer will decide which mode of the voting is valid. The Scrutinizer will count only one mode of voting.
13. The Scrutinizer's decision on the validity or otherwise of the postal ballot will be final.
14. The proposed Scheme of Arrangement, if assented by majority of Shareholders representing three-fourth in value of those members who have voted either by Postal Ballot or remote e-voting or voting by Poll at the Meeting, shall be considered as passed on the date of the Meeting i.e. September 21, 2017. The result of the voting on the resolution will be declared on or before September 22, 2017.