



# UTTAM VALUE STEELS LIMITED

CIN L27100MH1970PLCO14621

Regd. Office: Uttam House, 69, P.D'Mello Road, Mumbai – 400 009

## **POSTAL BALLOT FORM**

(Kindly refer to the instructions specified overleaf before filling the form)

Sequence / Sr. No.

1. Name & Registered Address  
of the sole/first named Member/  
Beneficial Owner:

2. Name(s) of the joint holder(s) (if any)

3. Registered Folio No Client ID/  
DP ID No.\*  
\*(Applicable to Members holding  
shares in dematerialised form)

4. Number of shares held:

I/ We hereby exercise my/our vote in respect of the Special Resolution(s) to be passed through Postal Ballot for the business stated in the notice of the Company dated 13<sup>th</sup> December, 2014, by sending my/our assent or dissent to the said Resolutions by placing the tick (√) mark at the appropriate box below. ( Tick in the both boxes will render the Ballot in valid)

Item No.	Description	No. of Shares	(FOR)	(AGAINST)
			I/We assent to the Resolution	I/We dissent to the Resolution
1	a) Ordinary Resolution to approve the Scheme of Arrangement between the Applicant Company (Uttam Value Steels Ltd.) and Lloyds Steels Industries Limited and their respective Shareholders and Creditors. b) Special Resolution to approve for Reduction in Share Capital. c) Special Resolution for change in authorised Share Capital. d) Ordinary Resolution to approve for cancellation of forfeited shares. e) Special Resolution for Utilisation of Reduction of Share Capital and Share Premium Account for setting off Accumulated Losses. f) Special Resolution for Utilisation of Revaluation Reserves for setting off Accumulated Losses.			
2	Special Resolution for Increase in Managerial Remuneration of Shri Ashok Tandon.			
3	Special Resolution for Alteration of the Main Object Clause of the Memorandum of Association of the Company.			

Place:

Date:

(Signature of the Member/ Power of Attorney holder)

Note:

- Please carefully read the instructions for Physical Ballot vote or e-voting printed overleaf before exercising the vote.

**General Instruction**

- Shareholders have option to vote either through Postal Ballot forms or through e-voting. If a shareholder has opted for Physical Ballot, then he/she should not vote by e-voting and vice versa. However in case Shareholders cast their vote through both physical ballot and e-voting, then vote cast through physical ballot shall be considered and vote cast through e-voting shall be treated as invalid.
- The notice of Postal Ballot/E-voting is being dispatched / e mailed to the shareholder whose name appear on the Register of Members as on 12<sup>th</sup> December, 2014 and voting right shall be reckoned on the paid up value of the shares registered in the name of the shareholders as on the said date.
- The voting period of Postal Ballot starts on 22<sup>nd</sup> day of December, 2014 at 10.00 a.m. and ends on 23<sup>rd</sup> day of January, 2015 at 6.00 p.m.
- Voting in the Postal Ballot /E-voting cannot be exercised by a proxy. However, corporate and Institutional shareholders shall be entitled to vote through their authorized representative with proof of their authorized representatives with proof of their authorization, as stated below.

**Instructions for voting physically by Postal Ballot Form**

- A shareholder desiring to exercise vote by Postal Ballot should Complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer Shri Vijay B. Kondalkar , a practicing Company Secretary in the enclosed self- addressed and pre-paid envelope (i.e. Business Reply Envelope). However, envelopes Postal Ballot Form(s), if deposited in person or if sent by courier or registered/ speed post at the expense of the Shareholder will also be accepted.
- The Self- addressed business reply envelope bears the name and postal address of the Scrutinizer appointed by the Company.
- 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 absence, by the next named Shareholder.
- In respect of the shares held by the corporate and institutional shareholders (companies, trust, societies, etc), the completed Postal Ballot should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
- The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (√) in the appropriate column in the Postal Ballot form. The assent or dissent received in any other form shall not be considered valid.
- Members are requested to fill the Postal Ballot Form in incredible ink and avoid filling it by using erasable writing medium(s) like pencil.
- There will be one Postal Ballot form for every folio/client ID irrespective of the number of joint holders.
- Duly Completed Postal Ballot Form should reach the Scrutinizer not later than close of working hours i.e. 6.00 PM on 23<sup>rd</sup> day of January, 2015. All the Postal Ballot forms received after this date will be strictly treated as if the reply from such shareholder has not been received.
- A Member may request for a duplicate Postal Ballot Form, if so required, and the same duly completed should reach the scrutinizer not later than the date specified under instruction No.8 above.
- Shareholders are requested not to send any other paper along with Postal Ballot Form. They are requested not to write anything in the Postal Ballot form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
- The Scrutinizer's decision on the validity of a Postal Ballot/ E-voting will be final and binding.
- Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.
- The result of the Postal Ballot/E-voting will also be posted on the website of the Company [www.uttamvalue.com](http://www.uttamvalue.com) for the information of the Shareholders.

**INSTRUCTION FOR EVOTING AND POSTAL BALLOT**

In compliance with the provisions of Section 110 and other applicable provisions of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 the Company is Pleased to offer E-voting facility as an alternate mode of Voting, for its Equity Shareholders, to enable them to cast their votes electronically instead of dispatching Postal Ballot Form or Attending at the Court Convened Meeting. E-voting is optional.

**Voting through E-voting in Postal Ballot**

The E-voting for Postal Ballot would commence on Monday, the 22<sup>nd</sup> Day of December, 2014 (10.00 a.m) and end on Thursday the 23<sup>rd</sup> Day of January, 2015 (6.00 pm). The step by step procedure and instruction given below for your information.

**Voting through E-voting**

The E-voting would commence on Thursday, the 15<sup>th</sup> Day of January, 2015 (10.00 a.m) and ends on Saturday, the 17<sup>th</sup> January, 2015 (6.00 pm). The step by step Procedure and instruction given below for your information.

**In case of members receiving e-mail or willing to vote via Electronic mode:**

- Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- Click on "Shareholders" tab.
- Now, select the "COMPANY NAME" UTTAM VALUE STEELS LTD from the drop down menu and click on "SUBMIT"
- Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>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 in the PAN field.</li> <li>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 RA00000001 in the PAN field.</li> </ul>
DOB	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.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>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.</li> </ul>

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then reach directly 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 this 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.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant Uttam Value Steels Ltd. on which you choose to vote.
- 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 desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 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.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- Please follow all steps from sl. no. (1) to sl. no. (13) above to cast vote.
- The voting period begins on Monday, the 22<sup>nd</sup> Day of December, 2014 (10.00 a.m) and end on Thursday the 23<sup>rd</sup> Day of January, 2015 (6.00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 12<sup>th</sup> Day of December, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- 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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).