



# WHEELS INDIA LIMITED

Regd. Office: 21, Patullos Road, Chennai 600 002.  
Factory: Padi, Chennai - 600 050.

## POSTAL BALLOT FORM

Serial No.

1. Name(s) of member(s) :  
(in block letters)  
(including Joint-holders, if any)

2. Registered address of the sole/first named member:

3. Registered Folio No.\* :  
(\* Applicable to member(s) holding  
shares in physical form)  
DP ID No. & Client ID No.\*\*  
(\*\* Applicable to member(s) holding  
shares in dematerialised form)

4. No. of Shares held :

I / We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot in respect of the business stated in the Notice of the Company dated December 14, 2012 by sending my/our assent or dissent to the said Resolution by placing the tick mark ( ✓ ) at the appropriate column below:

Item No.	Description	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution under Section 81 (1A) of the Companies Act, 1956 - for further issue of equity shares - for an amount not exceeding Rs.100 Crores (Rupees One Hundred Crores only)			

Place:

Date:

(Signature of the Member)

NOTE : Last date of receipt of Postal Ballot Form by the Scrutinizer : 30th January, 2013.

## INSTRUCTIONS

1. A member desiring to exercise vote by postal ballot form in all respects shall send it to the scrutinizer in the attached self addressed postage prepaid envelope. However envelopes containing postal ballot form, if deposited in person or sent by courier at the expense of the members, will also be accepted. Voting through any other form or photocopy of the postal ballot form will not be considered valid.
2. The self addressed envelope bears the address of the scrutinizer.
3. This form should be completed and signed by the member. In case of joint holding, the Form should be completed and signed by the first named Member and in his absence by the next named Member. The signature of the Member on this Postal Ballot Form should be as per the specimen signature registered with the company or furnished by the National Securities Depository Limited/ Central Depository Services (India) Limited to the Company, in respect of shares held in the physical form or dematerialized form, respectively.
4. In case shares are held by companies, trusts, societies, etc, the duly completed Postal Ballot form should be accompanied by certified copy of the Board Resolution/ Authority together with attested specimen signature(s) of the duly authorized signatory (ies). Postal Ballot Form signed by the holder of power of attorney for and on behalf of a shareholder of the company must be accompanied by the copy of Power of Attorney duly certified by Magistrate, Notary Public or Special Executive Magistrate or a similar authority holding a Public Office and authorized to use the seal of his office. If the same is already registered with the Company, please quote the Registration No. beneath the signature.
5. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelopes 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.
6. 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.
7. There will be only one Postal Ballot Form for every folio irrespective of the number of Joint Member(s).
8. Members are entitled to cast their votes differently i.e all the votes either in favour or against.
9. Duly completed postal ballot form should reach the Scrutinizer on or before the close of working hours (5.30 P.M.) on Wednesday, 30<sup>th</sup> January, 2013.
10. Postal Ballot Form received after this date will be strictly treated as if the reply from the member has not been received.
11. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on Friday, 21<sup>st</sup> December, 2012.
12. Votes will be considered invalid on the following grounds:
  - a. If the member's signature does not tally
  - b. If the member has marked all his shares both in favour and also against the special resolution
  - c. If the postal ballot is unsigned
  - d. If the ballot paper is received torn or defaced or mutilated to an extent that it is difficult for the scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature could not be checked or on one or more of the above grounds.
13. The Scrutinizer's decision on the validity of the Postal Ballot will be final.