

# CRAVATEX LIMITED

Regd Office : Sahas, 4th Floor, 414/2, Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025  
CIN : L93010MH1951PLC008546, Tel No.+91 22 66667474, Fax No. +91 22 24313210  
Email : investors@cravatex.com, Website : www.cravatex.com

## POSTAL BALLOT FORM

ENV No.:

1. Name(s) & Registered Address :  
of the sole / first named Member
  
2. Name(s) of the Joint-Holder(s), if any :
  
3. Registered Folio No. /DP ID No. / Client ID No\* :  
(\*Applicable to the shareholders  
Holding Shares in dematerialized form)
  
4. No. of Equity Shares held :

I/We hereby exercise my/our vote in respect of the Special and Ordinary Resolutions to be passed through Postal Ballot /e-voting for special business stated in the Postal Ballot notice dated February 6, 2017 by sending my/our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below:

Item No.	Description	No. of Shares Held	I/We assent to the Resolution (Vote in favour)	I/We dissent to the Resolution (Vote Against)
<b>Special Resolution</b>				
1.	Authorisation to sell and transfer the Company's business undertaking engaged in the business of import, marketing, distribution and servicing of fitness equipment as well as through licensing arrangements with global brands, the design, sourcing, and the marketing, distribution and retail of footwear, apparel, and sporting goods together with associated employees, assets and liabilities to Cravatex Brands Limited, a wholly owned subsidiary of the company, by way of a slump sale u/s 180(1)(a) of the Companies Act, 2013.			
<b>Ordinary Resolution</b>				
2.	Authorisation to sell and transfer the Company's business undertaking engaged in the business of import, marketing, distribution and servicing of fitness equipment as well as through licensing arrangements with global brands, the design, sourcing, and the marketing, distribution and retail of footwear, apparel, and sporting goods together with associated employees, assets and liabilities to Cravatex Brands Limited, a wholly owned subsidiary of the company, a related party, u/s 188(1) of the Companies Act, 2013 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.			

Date : February 6, 2017

Place : Mumbai

\_\_\_\_\_  
Signature of the Shareholder/s

EVSN (E Voting Sequence Number)	User ID	Password

### Instructions

1. A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage prepaid self addressed business reply envelope (If posted within India). Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier/post at the expense of Members will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The self addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
4. This form should be completed and signed by the Shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company / R&TA or furnished to Depository Participant in respect of shares held in physical form or dematerialised form, respectively) by the first named Member and in his/her absence, by the next named Member.
5. Consent must be accorded by placing a tick mark [] in the column 'I/ We assent to the resolution' or dissent must be accorded by placing a tick mark () in the column 'I/We dissent to the resolution'.
6. The votes of a Member will be considered invalid on any of the following grounds:
  - a) if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
  - b) if the Member's signature does not tally;
  - c) if the Member has marked his/her/its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate Shares voted for 'Assent' and 'Dissent' exceeds total number of Shares held;
  - d) if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either, the Member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds.
7. Voting through Postal Ballot cannot be exercised by proxy.
8. There will be one Postal Ballot Form for every Folio/Client Id. Irrespective of the number of Joint holder(s).
9. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than March 9, 2017 by 5.00 p.m. (IST). If any Postal Ballot Form is received after that, it will be considered that no reply from such Member has been received.
10. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in Item (9) above.
11. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of board resolution/power of attorney/attested specimen signatures etc.
12. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelopes in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by Scrutinizer and the Company would not be able to act on the same.
13. A Member need not use all his/her votes nor does he /she need to cast his/her votes in the same way.
14. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Member on the relevant date, i.e. February 3, 2017 and shareholders holding equity shares shall have one vote per share as shown against their holding.
15. The Scrutinizer's decision on the validity of the postal ballot shall be final.
16. Only a Member (not through proxy) entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as intimation only.
17. The result of postal ballot will be announced on Saturday, March 11, 2017 on or before 5.00 p.m. at the Registered Office of the Company at 6, Sahas, 4th Floor, 414/2, Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025.