

Form No. MGT-12**Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: Vaghani Techno - Build Limited

Registered office: D Wing, Karma Sankalp, Corner of 6th and 7th Road of Rajawadi, Ghatkopar (East), Mumbai-400077

BALLOT PAPER

Sr. No	Particulars	Details
1.	Name of the First named shareholder (In Block letters)	
2.	Postal Address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I hereby exercise my vote in respect of Ordinary resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No	Item No	No of shares held by me	I assent to the resolution	I dissent from the resolution
1.	consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2018 including the audited Balance sheet as at 31st March, 2018 and the statement of Profit & Loss Account of the Company for the year ended as on that date and the Report of the Board of Directors and Auditors thereon.			
2.	Appoint a Director in place of Ms. Grishma Savla (DIN 01693533), who retires by rotation and being eligible, offers herself for re-appointment.			
3.	Appointment of M/s M.L. Bhuwania & Co., Chartered Accountants as an Auditor and fixing their remuneration.			
4.	Appointment of Mr. Sushil Kapoor as an Independent Director of the Company.			
5.	Entering into Related Party Transactions by the Company u/s 188 and 110 of the Companies Act, 2013			

Place:

Date:

(Signature of the shareholder)

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 cast 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 photocopy thereof is permitted) and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Narayan Parekh, Partner, PRS Associates, Practising Company Secretary, (Membership No: ACS 8059) at c/o Vaghani Techno Build Limited, D Wing, Karma Sankalp, Corner of 6th and 7th Road of Rajawadi, Ghatkopar (East), Mumbai - 400 077
- 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 a 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 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 30th September, 2018 as per the Register of Members of the Company.
- 6) Duly completed Ballot Form should reach the Scrutinizer not later than 05th September, 2018 (5:00 p.m. IST). Ballot Form received after this date 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 or 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 along with Scrutinizer's Report, shall be placed on the Company's website: www.vaghanitechnobuild.com and on the website of the Central Depository Securities Limited within two days of the passing of the Resolutions at the AGM of the Company on Thursday, the 06th September, 2018 and communicated to the BSE Limited, where the shares of the Company are listed.