



**MULTIBASE INDIA LIMITED**

**Registered office:** 74/5 6 Daman Industrial Estate, Kadaiya Village, Nani Daman Union Territory, DD 396210  
**Website:** www.multibaseindia.com; **Investor Relation Contact:** compliance.officer@multibaseindia.com  
**Corporate Identity Number:** L01122DD1991PLC002959 **Tel no:** +91 0260 6614400\+91 22 66741795  
**Fax:** +91-260 2221578

**POSTAL BALLOT NOTICE**

(Pursuant to Section 110 of the Companies Act, 2013)

Dear Member(s),

Notice is hereby given that pursuant to Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the resolutions appended herein below is proposed to be passed by way of Postal Ballot for the purpose of:

- Re-appointment of Mr. Harish Motiwalla (DIN: 00029835) as an Independent Director of the Company;
- Re-appointment of Mr. Ashok Chhabra (DIN: 00059677) as an Independent Director of the Company;

The Company proposes to seek the consent of the shareholders for the aforesaid proposals through Special Resolutions as specified herein below by voting through Postal Ballot or through remote e-voting as the case may be, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 23, 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for passing the resolutions as set out in this Notice.

An Explanatory Statement providing brief description of the matter and explaining the reasons for passing of the said resolutions is annexed hereto. Accordingly, draft of the proposed resolutions together with the Explanatory Statement setting out the material facts and reasons for the resolutions is being sent to shareholders along with the Postal Ballot Form for shareholders' consideration. The Board has appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rath & Associates, Practicing Company Secretaries, Mumbai as the Scrutinizer for conducting the Postal Ballot and Remote e-voting process in a fair and transparent manner. Shareholders are requested to read carefully the instructions printed in the Postal Ballot Notice and Form and return the said Postal Ballot Form (no other form or photocopy thereof is permitted) duly completed, in the attached self-addressed postage prepaid envelope so as to reach the Scrutinizer on or before 5.00 p.m.(IST) on Wednesday 27<sup>th</sup> March 2019

**E-voting option:**

The Company is pleased to offer Remote e-voting facility as an alternate for its Shareholders to exercise their vote on resolutions proposed to be passed by way of Postal Ballot which will enable the shareholders to cast their votes electronically, instead of physical Postal Ballot Forms. Remote e-voting is optional. Please carefully read and follow the instructions on Remote e-voting printed in this notice. The Scrutinizer, after completion of scrutiny of the votes received through physical Ballot Forms and electronic mode, will submit his report to the Managing Director and/or Company Secretary of the Company. The results of the said voting will be declared in accordance with the provisions of Section 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 on Friday, 29<sup>th</sup> March 2019 at the Registered Office at 74/5 6 Daman Industrial Estate Kadaiya Village, Nani Daman Union Territory, DD 396210. The results of Postal Ballot will also be displayed on the Company's website www.multibaseindia.com and will be communicated to BSE Limited (BSE) where the Equity Shares of the Company are listed.

**Resolutions to be passed by way of Postal Ballot:**

1. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:  
**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment & Qualification of Directors) Rules, 2014, read with Schedule IV to the said Act, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, as amended from time to time, Mr. Harish Motiwalla (DIN: 00029835), who meets the criteria prescribed for Independent Directors under Section 149(6) of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office as such for a second consecutive term of five years, commencing from 01.04.2019 up to 31.03.2024."
2. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:  
**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment & Qualification of Directors) Rules, 2014, read with Schedule IV to the said Act, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, as amended from time to time, Mr. Ashok Chhabra (DIN: 00059677), who meets the criteria prescribed for Independent Directors under Section 149(6) of the Companies Act, 2013 and applicable

provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office as such for a second consecutive term of five years, commencing from 01.04.2019 up to 31.03.2024."

**By Order of the Board of Directors  
of MULTIBASE INDIA LIMITED  
Sunaina Goraksh  
Company Secretary  
Membership No: A27934**

**Place:** Mumbai

**Date:** 12<sup>th</sup> February, 2019

**CIN:** L01122DD1991PLC002959

**Registered office:** 74/5 6 Daman Industrial Estate Kadaiya Village Nani Daman Union Territory DD 396210 **Tel No.:** +91 0260 6614400 \ +91 22 66741795 **Fax:** +91-260 2221578 **Website:** www.multibaseindia.com

**Email Id:** compliance.officer@multibaseindia.com

## **NOTES**

1. Voting Period commences from 9.00 a.m. (IST) on Tuesday, 26<sup>th</sup> February, 2019 and ends at 5.00 p.m. (IST) on Wednesday, 27<sup>th</sup> March, 2019 (both days inclusive). Voting shall not be allowed beyond the said date and time.
2. An Explanatory Statement for the proposed resolutions mentioned above pursuant to Section 102 of the Companies Act, 2013 read with relevant Rules setting out material facts is annexed hereto.
3. Relevant documents specifying the details referred to in the accompanying Notice and the Statement is open for inspection by the members at the Registered Office as well as the Corporate Office Address of the Company on all working days, during business hours up to the last day of the Postal Ballot.
4. The Notice is being sent to all the shareholders by speed post/registered post/courier service (and also electronically by email to those shareholders who have registered their email-id with the Company/ Depositories), whose names appear in the Register of Members/Record of Depositories as on Friday, 15<sup>th</sup> February 2019
5. Shareholders, whose names appear in the Register of Members/Record of Depositories as on Friday, 15<sup>th</sup> February 2019 will be eligible for voting. Person who is not a member as on the said record date should treat this notice for information purpose only.
6. Resolutions passed by the shareholders through Postal Ballot are deemed to have been passed as if the same has been passed in the General Meeting of the shareholders.
7. The Board of Directors, at their meeting held on 12<sup>th</sup> February 2019 has appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, Mumbai as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner. The Postal Ballot Form and the Self-addressed postage prepaid envelope are enclosed for use by the shareholders.
8. Shareholders have option either to vote through remote e-voting process or through the Postal Ballot Form. Shareholders who have received the Postal Ballot Notice by email but wish to vote through Postal Ballot Form can download Postal Ballot Notice and Postal Ballot Form from the Company's website www.multibaseindia.com or from RTA's website www.linkintime.co.in  
The Shareholders may also seek duplicate Postal Ballot Notice and Postal Ballot Form from Link Intime India Private Limited, C 101, 247 Park, L.B.S Marg, Vikhroli West, Mumbai - 400 083, fill the requisite details and send the same to the scrutinizer at Link Intime India Private Limited, Mr. Himanshu S. Kamdar (Scrutinizer), Unit- Multibase India Limited, C 101, 247 Park, L.B.S Marg, Vikhroli West, Mumbai - 400 083.
9. Shareholders are requested to carefully read the instructions printed in the Postal Ballot Notice and Form and send duly completed Form with the Assent (For) and/or Dissent (Against) in the attached postage prepaid envelope so as to reach the Scrutinizer on or before 5.00 pm on Wednesday, 27<sup>th</sup> March 2019 being the last date for receipt of Postal Ballot Form by the Scrutinizer, providing sufficient time for postal transit.
10. The result of the Postal Ballot will be announced on or before 5:00 PM on Friday, 29<sup>th</sup> March 2019 at the Registered Office as well as the Corporate Office Address of the Company and will also be informed to the BSE Limited (BSE). The result will also be posted on the Company's website i.e www.multibaseindia.com as well as on RTAs web-site www.linkintime.co.in
11. Shareholders who are holding shares in electronic form are requested to notify any correction/ change in their name/ address including Pin Code immediately to the Depository Participant and Shareholders who hold shares in physical form are requested to notify any change in their particulars like change in address, bank particulars etc., to the Company's Registrars viz., Link Intime India Private Limited situated at C 101, 247 Park, L.B.S Marg, Vikhroli West, Mumbai - 400 083. In the event of non-availability of Shareholders' latest address either in Company's record or in Depository Participant's records, shareholders are likely to miss notices and other valuable correspondences sent by the Company.
12. Shareholders are requested to kindly mention their Folio Number/ Client ID Number (in case of Demat shares) in all their correspondence with the Company's Registrar in order to obtain reply to their queries promptly.
13. A Member(s) can opt for only one mode of voting i.e. either by remote e-voting or through ballot. In case you are opting to vote by remote e-voting, then please do not cast your vote by ballot and vice-versa. In case a Member(s) cast his/her/their vote both by remote e-voting and a ballot, the vote(s) cast through remote e-voting shall prevail and the vote(s) cast through ballot form shall be considered invalid.

## INSTRUCTIONS FOR VOTING

### Voting in Physical form:

1. Member desiring to exercise vote by Postal Ballot may complete the Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer in the attached self-addressed envelope. The self-addressed envelope bears the address of the Scrutinizer. Postage will be borne and paid by the Company. However, the envelope containing the Postal Ballot Form, if sent by courier at the expense of the member, will also be accepted.
2. Duly completed Postal Ballot Form should reach not later than 5.00 pm (IST) on Wednesday, 27<sup>th</sup> March 2019. All Postal Ballot Forms received thereafter will be strictly treated as if the reply from the member has not been received.
3. Assent and/or dissent to the proposed resolutions may be recorded by placing a tick mark (✓) in the appropriate column or by writing number of Shares accorded for in the appropriate column(s).
4. This form is to be completed and signed by the member (as per signature registered with the Company). In case of joint holding, this form should be completed and signed by the first-named member and in his/her absence, by the next named member. There will be only one postal ballot form for every folio irrespective of the number of joint-holder(s).
5. In case the form is signed by the Power of Attorney holder for and on behalf of the member, it must be accompanied by a certified copy of the power of attorney. If such power of attorney is already registered with the Company, the Power of Attorney holder should quote the registration number beneath his/her signature. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority Letter.
6. Unsigned and/or incomplete Postal Ballot Forms in any manner shall be rejected.
7. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed envelope since all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
8. The attached self-addressed envelope is only for the limited purpose of this postal ballot process and the same should not be used by the shareholders for sending any other correspondence to the Company.

### Voting in Electronic Form (Remote E-voting):

In compliance with the provisions of Section 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered through Postal Ballot by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than through physical Postal Ballot Form ('remote e-voting') will be provided by National Securities Depository Limited ('NSDL'). It is hereby clarified that it is not mandatory for a member to vote using remote e-voting facility. A Member may avail of the facility at his/her/its discretion, as per the instructions provided.

The process/manner for availing e-voting facility and the instructions for shareholders voting electronically are as under:

#### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Details on Step 1 are mentioned below:**

#### **How to Log-in to NSDL e-Voting website?**

Visit the e-Voting website of NSDL. Open web browser by typing the following URL:

<https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.

A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

Your password details are given below:

If you are already registered for e-Voting, then you can use your existing password to login and cast your vote. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

If your email ID is not registered, your 'initial password' is communicated to you on your postal address. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box. Now, you will have to click on "Login" button. After you click on the "Login" button, Home page of e-Voting will open.

**Details on Step 2 are given below:**

#### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting; then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders:**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [hsk@rathi&associates.com](mailto:hsk@rathi&associates.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call on.: 1800 222 990.
4. Voting by Postal Ballot, both in physical form and remote e-voting can be exercised only by the member or his/her duly constituted attorney or, in case of bodies corporate, the duly authorised person. It cannot be exercised by a proxy.

5. Members are requested to cast their vote only through one mode (e-voting or physical Postal Ballot Form). In case members cast their votes through both the modes, the votes cast through remote e-voting shall prevail and the votes cast through Postal Ballot Form shall be considered as invalid.
6. The remote e-voting period commences from 9:00 am (IST) on Tuesday, 26<sup>th</sup> February 2019 and ends on 5.00 PM(IST) on Wednesday, 27<sup>th</sup> March 2019. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, February 15, 2019, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
7. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed postal ballot forms or remote e-voting i.e. Wednesday, 27<sup>th</sup> March 2019

**By Order of the Board of Directors  
of MULTIBASE INDIA LIMITED**

**Sunaina Goraksh**

**Company Secretary**

**Membership No: A27934**

**Place:** Mumbai

**Date:** 12<sup>th</sup> February , 2019

**CIN:** L01122DD1991PLC002959

**Registered office:** 74/5 6 Daman Industrial Estate Kadaiya Village Nani Daman Union Territory DD 396210

**Tel No.:** +91 0260 6614400\+91 22 66741795 Fax: +91-260 2221578 **Website:** www.multibaseindia.com

**Email Id:** compliance.officer@multibaseindia.com

### **EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 ANNEXED TO AND FORMING PART OF POSTAL BALLOT NOTICE**

**Item No. 1 and 2**

Mr. Harish Motiwalla (DIN: 00029835) and Mr. Ashok Chhabra (DIN: 00059677) were appointed as Independent Directors of the Company, pursuant to the provisions of Section 149 of the Companies Act, 2013 and clause 49 of the erstwhile Listing Agreement entered with the Stock Exchanges, for the period of five years from 01.04.2014 to 31.03.2019. Mr. Harish Motiwalla(Non-Executive Chairman) and Mr. Ashok Chhabra, Non-Executive and Independent Directors of the Company, have given a declaration to the Board that they meet the criteria of Independence as provided under section 149(6) of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, each of these Directors fulfill the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and Listing Regulations for appointment as Independent Director and they are Independent of the management. Accordingly, based on the performance evaluation of the Independent Directors, the Nomination & Remuneration Committee at its meeting held on February 12, 2019, recommended the re-appointment of the aforesaid Independent Directors and Board of Directors of the Company at its meeting held on February 12, 2019, have approved and recommended the re-appointment of the aforesaid Independent Directors, for a second consecutive term for the period of five years, as provided in the resolutions. Brief resume, the nature of their expertise in specific functional areas, names of companies in which they hold directorships, committee memberships/ chairmanships, their shareholding etc., are separately annexed hereto. The terms and conditions of appointment of the above Directors shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board of Directors recommends the special resolutions set out in item nos. 1 and 2 for your approval. Other than Mr. Harish Motiwalla and Mr. Ashok Chhabra and their relatives to the extent of their respective Directorship in the Company, none of the Directors, Key Managerial Personnel of the Company or their relatives are considered to be interested in the resolutions. Your approval is sought by voting through Postal Ballot or through remote e-voting as the case may be, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for passing the Resolution nos. 1 and 2 of the Notice.

**By Order of the Board of Directors  
of MULTIBASE INDIA LIMITED**

**Sunaina Goraksh**

**Company Secretary**

**Membership No: A27934**

**Place:** Mumbai

**Date:** 12<sup>th</sup> February , 2019

**CIN:** L01122DD1991PLC002959

**Registered office:** 74/5 6 Daman Industrial Estate Kadaiya Village Nani Daman Union Territory DD 396210

**Tel No.:** +91 0260 6614400\+91 22 66741795 Fax: +91-260 2221578 **Website:** www.multibaseindia.com

**Email Id:** compliance.officer@multibaseindia.com

**Encl:** 1. Postal Ballot Form; and  
2. Postage pre-paid self-addressed Envelope



### DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT

The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under:

Name of the Director	Harish Motiwalla (Independent Director)	Ashok Chhabra (Independent Director)
Director Identification Number (DIN)	00029835	00059677
Date of Birth	24/03/1945	04/07/1952
Date of Appointment (Original)	27/10/2009	27/10/2009
Qualification	B.Com, LLB, FCA & DISA	B.A., LLB, FCS
Experience (specific functional area)	He is an experienced finance professional, and a fellow member of the Institute of Chartered Accountants of India. He has been Past Chairman of Western India Regional Council of the Institute of Chartered Accountants of India. He has represented the Institute as a Chairman of Auditing Practices Committee for various committees of the Reserve Bank of India. He has co-authored various books.	He has been the General Counsel of Procter & Gamble India for over 20 years. He retired as Regional Legal Head of P&G, Singapore in 2009. During tenure with P&G he has held position of Executive Director of P&G India; Director of Gillette India.. He practices law since 2009 in areas of Securities & Company Laws. His clients include well-known companies.
Directorship in other Companies	<ul style="list-style-type: none"> <li>•Ashapura Minechem Ltd</li> <li>•Siyaram Silk Mills Limited</li> <li>•Balkrishna Paper Mills Limited</li> <li>•Excel Industries Limited</li> <li>•Orient Abrasives Limited</li> <li>•Hitech Corporation Limited</li> <li>•Ashapura International Limited</li> <li>•Gujarat Organics Limited</li> <li>•Geetanjali Trading and Investments Private Limited</li> <li>•LIC Mutual Fund Trustee Private Limited</li> <li>•Balkrishna Paper Mills Limited</li> </ul>	None
Membership of the committees of other companies [includes Audit and Shareholders/ Investors Grievance Committee]	<ul style="list-style-type: none"> <li>•Excel Industries Limited (Audit Committee)</li> <li>•Hitech Plast Limited (Audit Committee)</li> <li>•Ashapura Minechem Limited (Audit &amp; Stakeholder)</li> <li>•Ashapura International Limited (Audit Committee)</li> <li>•Balkrishna Paper Mills Limited (Audit &amp; Stakeholder)</li> <li>•LIC Nomura MF Trustee Company Pvt Ltd</li> </ul>	None
No. of Shares/ options held in the Company	NIL	NIL
Inter-se relationship between Directors and other Key Managerial Personnel	NONE	NONE
Terms and conditions of appointment or re-appointment	To be appointed for a period of 5 years from 1 <sup>st</sup> April 2019 to 31 <sup>st</sup> March 2024	To be appointed for a period of 5 years from 1 <sup>st</sup> April 2019 to 31 <sup>st</sup> March 2024
Details of remuneration sought to be paid	Sitting fees are paid for every Board and committee meeting	Sitting fees are paid for every Board and committee meeting
Remuneration last drawn	Not applicable	Not applicable
Number of Meetings of the Board attended during the F.Y (2018-19)	7	7

**MULTIBASE INDIA LIMITED**

74/5 6 Daman Industrial Estate Kadaiya, Village Nani Daman Union Territory, DD 396210

**Website:** www.multibaseindia.com; **Investor Relation Contact:** compliance.officer@multibaseindia.com**Corporate Identity Number:** L01122DD1991PLC002959 **Tel:** +91-0260 6614400\+91 22 66741795 **Fax:** ++91-260 2221578**Sr. No.****POSTAL BALLOT FORM**

(PLEASE READ CAREFULLY THE INSTRUCTIONS PRINTED OVERLEAF BEFORE COMPLETING THIS FORM)

1	Name and Registered address of the Sole/first named Member (in block letters)	
2	Name(s) of Joint holder(s) if any (in block letters)	
3	Registered Folio No./ DP ID - Client ID No.* <i>(*Applicable to members holding share(s) in dematerialized form)</i>	
4	Number of equity share(s) held	

I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the business stated in the Notice of the Company, dated 12<sup>th</sup> February 2019, by conveying my/our assent and/or dissent to the said Resolutions by placing the tick (v) mark in the appropriate box below:

Item No.	Brief particulars of the resolution	No. of Share(s)	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1	<b>Special Resolution</b> for re-appointment of Mr. Harish N Motiwalla (DIN: 00029835) as an Independent Director of the Company for second consecutive term of 5 years effective from 1 <sup>st</sup> April 2019 to 31 <sup>st</sup> March 2024			
2	<b>Special Resolution</b> for re-appointment of Mr. Ashok Chhabra (DIN: 00059677) as an Independent Director of the Company for second consecutive term of 5 years effective from 1 <sup>st</sup> April 2019 to 31 <sup>st</sup> March 2024			

Place:

Date:

\_\_\_\_\_  
Signature of the Shareholder

**ELECTRONIC VOTING PARTICULARS**  
(Applicable for Individual Members only)

EVEN (Electronic Voting Event Number)	USER ID	Password
110502		

**Note:** Last Date for Receipt of Postal Ballot Form by the Scrutinizer: **5.00 p.m. (IST) on Wednesday, 27<sup>th</sup> March, 2019.**

## INSTRUCTIONS

1. Member(s) desirous to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne by the Company. Envelope containing Postal Ballot Form, if deposited in person or sent by courier at the expense of the Member(s) will also be accepted.
2. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company or Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
3. In the case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authorization together with the specimen signature(s) of the duly authorised signatories.
4. Please convey your assent or dissent in this Postal Ballot Form by placing a tick(✓) mark or writing the number of shares in the appropriate box. The assent or dissent received in any other form or on a photo copy of the Postal Ballot Form shall not be considered valid.
5. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.00 p.m.(IST) on Wednesday, 27<sup>th</sup> March, 2019. Postal Ballot Form received after this date will be strictly treated as if the reply from such Member(s) has not been received.
6. A member may request for a duplicate Postal Ballot Form, if so required, the Member may write to the Company Secretary at 74/5 6 Daman Industrial Estate Kadaiya, Village Nani Daman Union Territory, DD 396210 or download the Postal Ballot Form from the Investor Relations section of Company's website i.e. [www.multibaseindia.com](http://www.multibaseindia.com) or from the e-voting website of NSDL <https://www.evoting.nsdl.com>. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than 5.00 p.m. (IST) on Wednesday, 27<sup>th</sup> March, 2019.
7. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
8. Voting rights shall be reckoned on the fully paid-up number of the shares registered in the name(s) of the Member(s)/beneficial owners on the cut-off date i.e. Friday, 15<sup>th</sup> February 2019.
9. The vote(s) of a member will be considered invalid inter alia on any of the following grounds:
  - a) if the member's signature does not tally;
  - b) if the member has put a tick mark (✓) in both the columns, that is, for "Assent" and also for "Dissent" to the resolution in such manner that the aggregate shares voted for "Assent" and "Dissent" exceed the total number of shares held;
  - c) if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
  - d) if the member has made any amendment to the resolution or imposed any condition while exercising his vote;
  - e) if the Postal Ballot Form is received torn or defaced or mutilated;
  - f) any competent authority has given directions in writing to the Company to freeze the voting rights of the member.
10. If a member exercises voting rights through voting by electronic means ("e-voting"), the Postal Ballot Form need not be sent to the Company. A member may vote through e-voting as per "Voting through electronic means" provided in the Postal Ballot Notice sent herewith.