



Aegis Logistics Limited

CIN: L63090GJ1956PLC001032

Regd. Office: 502, Skylon, G.I.D.C. Char Rasta, Vapi - 396 195, Dist. Valsad, Gujarat

Corp. Office: 1202, Tower B, Peninsula Business Park, G.K. Marg, Lower Parel (W), Mumbai - 400013

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POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before filling this form)

Sr. No.:

- 1) Name & address of the Sole/First :
named Shareholder as registered with
the Company
- 2) Name(s) of Joint holder(s), if any :
- 3) Registered Folio No. / DP ID No./ Client :
ID No.* (*Applicable to investors
holding shares in dematerialised form)
- 4) Number of Equity Shares :

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot as stated in the Postal Ballot Notice of the Company dated 29th March, 2019, by sending my/our Assent (For) or Dissent (Against) to the said Special Resolutions by placing a tick (✓) mark at the appropriate box below:

| Sl. No. | Description of Resolution | No. of Equity Shares | I/We assent to the Resolution (FOR) | I/We dissent to the Resolution (AGAINST) |
|---------|---|----------------------|-------------------------------------|--|
| 1) | Approval of Aegis Employee Stock Purchase Plan - 2019 (the 'ESPP 2019') | | | |
| 2) | Approval of Aegis Employee Stock Purchase Plan - 2019 for the Employees of the Holding / Subsidiary Companies of the Company. | | | |
| 3) | Implementation of Aegis Employee Stock Purchase Plan- 2019 through Trust | | | |
| 4) | Authorization to the Trust for secondary acquisition | | | |
| 5) | Approval for provision of money by the company to the Trust | | | |
| 6) | To Approve Grant of shares to the identified employees during any one year, equal to or exceeding one percent of the issued capital of the Company at the time of Grant of shares under Aegis Employee Stock Purchase Plan – 2019 (ESPP 2019) | | | |

Place:

Date:

Signature of the Member

Important Note: Please complete and return this Postal Ballot Form to the Scrutinizer by using the enclosed postage pre-paid self-addressed Business Reply Envelope. Last Date for Receipt of this Postal Ballot Form by the Scrutinizer is Wednesday, 8th May, 2019 (5.00 p.m. IST)

ELECTRONIC VOTING PARTICULARS

For those who wish to vote through electronic means instead of the Postal Ballot Form, the facility for voting through electronic means is available at the web link www.evoting.nsdl.com

| EVEN (Electronic Voting Event Number) | USER ID (16 Digits Demat Account / Folio No.) | PASSWORD |
|--|--|----------|
| 110587 | | |

IMPORTANT INSTRUCTIONS

1. Each equity share carried one vote.
2. If the voting rights are exercised through electronic means, there is no requirement for using this form.
3. Facility of voting through Postal Ballot an electronic means will be available during the following period:
 - Commencement of voting - Tuesday, 9th April, 2019 (09:00 a.m. IST)
 - End of voting –Wednesday, 8th May, 2019 (05:00 p.m. IST)
4. A Member desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached postage pre-paid self-addressed Business Reply Envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier, registered post or speed post at the expense of the Member will also be accepted.
5. Alternatively, a Member may vote through electronic mode as per the instructions for e-voting provided in the Postal Ballot Notice sent herewith.
6. The Members can opt only one mode of voting, i.e., either by Physical Ballot or e-voting. In case Members cast their vote by Physical Ballot and e-Voting, the voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.
7. The Self-addressed Business Reply Envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company, and the address to which the same needs to be dispatched.
8. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company). Voting rights in a Postal Ballot cannot be exercised by a Proxy. In case of joint holding, this Form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA and enclosing an attested copy of the POA.
9. 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'. Form bearing tick mark in both the columns will be treated as invalid. A Member need not use all his/her votes nor does he/she need to cast his/her votes in the same way.
10. The votes of a Member will be considered invalid on any of the following grounds-
 - a. If a form other than the Postal Ballot Form issued by the Company is used.
 - b. If the Postal Ballot Form has not been signed by or on behalf of the Member.
 - c. If the Member's signature does not tally with the specimen signature with the Company.
 - d. If the Member has marked his/her/its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such manner that the aggregate Equity Shares voted for 'Assent' and 'Dissent' exceeded total number of Shares held.
 - e. If the Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
 - f. If the Postal Ballot Form is incomplete and incorrectly filled.
 - g. If the Postal Ballot Form is received torn or defaced or mutilated or in a manner such that it is difficult for the Scrutinizer to identify either the Member or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or neither assent or dissent is mentioned or if the signature could not be verified, or one or more of the above grounds.
 - h. Any competent authority has given directions in writing to the Company to freeze the voting rights of the Member.
11. Duly completed Postal Ballot Form should reach the Scrutinizer not later than Wednesday, 8th May, 2019 (5.00 p.m. IST). Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
12. A Member may request for a duplicate Postal Ballot Form from Registrar and Share Transfer Agent, Unit: M/s. Link Intime India Pvt. Ltd., C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai – 400083, Email: rnt.helpdesk@linkintime.co.in or from the Company at its Registered Office or download the same from the Company's website www.aegisindia.com
13. In case of Equity Shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution/authority and attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
14. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid self-addressed Business Reply Envelopes as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
15. The scrutinizer's decision on the validity of Postal Ballot Form shall be final.
16. Any query in relation to the Resolution proposed to be passed by Postal Ballot may be sent to secretarial@aegisindia.com
17. The result of voting on the Resolution will be declared on or before Friday, 10th May, 2019 at the registered office and will also be displayed on the website of the Company www.aegisindia.com besides being communicated to the Stock Exchanges, Depositories, Registrar and Share Transfer Agents.