

LINDE INDIA LIMITED

CIN: L40200WB1935PLC008184

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Making our world more productive

POSTAL BALLOT FORM

(To be returned to the Scrutinizer appointed by the Company)

AWB No.	
Serial No.	
Name and Registered Address of the sole / first named Member (in Block Letters)	
Name(s) of the Joint Member(s), if any (in Block Letters)	
Regd. Folio No./DP ID and Client ID* (*Applicable to Members holding Shares in dematerialised form)	
Number of Shares held	

I/We hereby exercise my/our vote in respect of the following Special Resolutions to be passed in respect of the Special Businesses stated in the Postal Ballot Notice of the Company dated 12 August 2019, by sending my/our Assent (For) or Dissent (Against) to the said Resolutions by placing a tick (✓) mark at the appropriate box below:

Sl. No.	Brief Description of the Resolutions (For full details please refer to the Postal Ballot Notice)	No. of Equity Shares held by me/us	Please tick (✓) in the appropriate box	
			I/We assent to the resolution ('FOR')	I/We dissent to the resolution ('AGAINST')
1	Divestment of the "South Region Divestment Business of the Company" as per CCI Order dated 6 September 2018 together with surplus land at Chennai & Hyderabad PGP sites and a decommissioned ASU at Hyderabad site for a consideration of ₹13,800 million.			
2	Re-appointment of Mr. Jyotin Mehta (DIN: 00033518) as Independent Director of the Company for a second term of 5 years w.e.f. 1 October 2019 to 30 September 2024.			
3	Re-appointment of Mr. Arun Balakrishnan (DIN: 00130241) as Independent Director of the Company for a second term of 5 years w.e.f. 1 October 2019 to 30 September 2024.			
4	Appointment of Mr. Abhijit Banerjee (DIN: 08456907) as Director and Managing Director of the Company for a term of 3 years with effect from 7 June 2019.			

Place:

Date:

(SIGNATURE OF THE MEMBER)

Important Note: Please complete and return this Postal Ballot Form to the Scrutinizer by using the enclosed self-addressed Business Reply Envelope. Last date for receipt of this Postal Ballot Form by the Scrutinizer is 2 October 2019.

ELECTRONIC VOTING PARTICULARS(Please visit <https://www.evoting.nsdl.com/> to cast your vote online)

EVEN (E-Voting Event Number)	USER ID	PASSWORD
111814		

Note: Detailed instructions for e-voting are furnished in the Postal Ballot Notice

IMPORTANT INSTRUCTIONS

1. A Member desirous of exercising his/her 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 self-addressed Business Reply Envelope. Postage will be borne & paid by the Company. 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.
2. Consent must be accorded by placing a tick mark in the column, 'I/We assent to the Resolution (FOR)'; or dissent must be accorded by placing a tick mark in the column, 'I/We dissent to the Resolution (AGAINST)'. 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.
3. 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.
4. The votes of a Member will be considered invalid on any of the following grounds:
 - a) If the form used is other than the Postal Ballot Form issued by the Company.
 - 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 neither 'Assent' nor 'Dissent' is mentioned/ ticked in the Form.
 - e) If the Postal Ballot form is received after the last date prescribed in the Form.
 - f) If the Postal Ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority.
 - g) If the Member has made any amendment to the Resolution or imposed any condition while exercising his/her vote.
 - h) If the Postal Ballot Form is incomplete and incorrectly filled.
 - i) 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 one or more of the above grounds.
 - j) If any competent authority has given directions in writing to the Company to freeze the voting rights of the Member.
5. The voting right for Equity Shares is one vote per Equity Share, registered in the name of the Members.
6. Voting rights shall be reckoned on the paid-up value of equity shares registered in the names(s) of Members(s) on the cut-off date i.e. 23 August 2019.
7. Alternatively, a Member may vote through electronic mode as per the instructions for e-voting provided in the Postal Ballot Notice sent herewith.
8. The Members can opt for only one mode of voting, i.e., either by Physical Postal Ballot or e-voting. In case Members cast their vote both 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.
9. The self-addressed Business Reply Envelope is addressed to the Scrutinizer appointed by the Board of Directors of the Company, and the address to which the same needs to be dispatched.
10. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5 p.m. on Wednesday, 2 October 2019. 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.
11. A Member may request for a duplicate Postal Ballot Form from the Registrar & Transfer Agents, Link Intime India Pvt. Ltd., 59C, Chowringhee Road, 3rd Floor, Kolkata 700 020 (Phone No. +91 33 2289 0540; Fax No. +91 33 2289 0539, e-mail id – kolkata@linkintime.co.in) or NSDL (Phone No. +91 22 2499 4600, e-mail id: evoting@nsdl.co.in) or from the Company at its Registered Office or download the same from the Company's website www.linde.in.
12. 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/authorization together with specimen signature(s) of the duly authorized signatories.
13. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed 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. The scrutinizer's decision on the validity of Postal Ballot Form shall be final.
14. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or kolkata@linkintime.co.in or investor.relations.in@linde.com.
15. The results of the Postal Ballot shall be announced by the Chairman/Managing Director of the Company at its Registered Office within the stipulated time as per the provisions of the Companies Act, 2013 and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which will be also communicated to the Stock Exchanges where the shares of the Company are listed, Depositories, etc. and will also be hosted on the website of the Company at www.linde.in.