

KIRLOSKAR OIL ENGINES LIMITED**A Kirloskar Group Company**

Regd. Office: Laxmanrao Kirloskar Road, Khadki, Pune - 411 003.

Tel.: +91 (20) 2581 0341, Fax: +91 (020) 2581 3208,

Email: investors@kirloskar.com, website: www.koel.co.in

CIN: L29120PN2009PLC133351

POSTAL BALLOT FORM**Serial No.:**

Name and Registered Address of Sole /First named Member(s) (In Block letters)	
Name(s) of the Joint Member(s) if any	
Folio No. / DPID No. * / Client ID No.* (*Applicable to Member holding shares in dematerialised form)	
Number of Shares held	
EVEN (E-voting Event Number)	
User ID	
Password	

I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Notice of the Company, dated 11 December 2017, by sending my/our assent or dissent to the said Resolution by placing the tick (✓) mark in the appropriate box below:

Description of the Resolution	No. of Shares	I/We assent to the Resolution	I/We dissent to the Resolution
Special Resolution under Section 13 of the Companies Act, 2013, for alteration of Main Object Clause of the Memorandum of Association (MOA) by inserting new clause III (A) 2 after the existing Clause III (A) 1 of MOA.			

Place:

Date:

(Signature of the Member)**E-voting facility will be available during following voting period:**

Commencement of e-voting	Closure of e-voting
Wednesday, 27 December 2017 at 9 a.m.	Thursday, 25 January 2018 at 5 p.m.

- Note:
1. Please read the instructions printed overleaf carefully before exercising your vote.
 2. Last date of receipt of Postal Ballot Form on or before 5 P.M. on Thursday, **25 January 2018**.

Instructions

1. The Company is pleased to offer electronic voting (e-voting) facility as an alternate, for all the members of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice dated 11 December 2017.
2. Member(s) who do not have access to e-voting facility, can exercise their votes by filing this Postal Ballot Form.
3. Members may fill up this Postal Ballot Form printed overleaf (no other form or photocopy of the form will be accepted) and submit the same in the attached self- addressed business reply envelope bearing address of Mr. Mahesh Risbud, Practicing Company Secretary (the Scrutinizer), so as to reach on or before **5.00 p.m. on Thursday, 25 January 2018**. Postal Ballot Form(s) received after this date will be strictly treated as if the reply from such member has not been received. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if deposited in person or sent by Courier or Registered / Speed Post at the expense of the member will also be accepted.
4. There shall be one Postal Ballot for every folio / DP-Client ID, irrespective of the number of joint holders.
5. The Postal Ballot Form should be signed by the Members as per the specimen signature registered with the Company / the 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.
6. The right of voting by the Postal Ballot Form shall not be exercised by a Proxy.
7. In case the shares are held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution / Authorization.
8. A member may request for a duplicate Postal Ballot Form, if so required. All such requests should be addressed to the Company (investors@kirloskar.com) / the Registrar and Share Transfer Agents, viz., Link Intime India Private Limited, (Unit: Kirloskar Oil Engines Limited), Block No. 202, Akshay Complex, 2nd Floor, Off Dhole Patil Road, Near Ganesh Temple, Pune 411 001. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified at item No. 3 above.
9. A Member can opt for only one mode of voting i.e. either through e-voting or by the Postal Ballot Form. If a Member casts votes by both modes, then voting done through e-voting shall prevail and the Postal Ballot Form shall be treated as invalid.
10. The members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 15 December 2017, are entitled to exercise his/her vote through Postal Ballot Form or through e-voting. The members who do not hold any shares as on cut- off date may treat this notice for information purpose only.
11. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on **15 December 2017**.
12. Unsigned, incomplete, improperly or incorrectly tick marked Postal Ballot Forms will be rejected. The decision of the Scrutinizer on the validity of the Postal Ballot Form will be final.
13. The Company will not be responsible, if the envelope containing the Postal Ballot Form is lost in transit.
14. The result will be announced by the Chairman or Managing Director or Joint Managing Director of the Company on **Tuesday, 30 January 2018, before 5.00 p.m.** at the Registered Office of the Company. The results along with the Scrutinizer's Report shall be placed on the Company's website www.koel.co.in and communicated to the Stock Exchanges viz. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE). The results will also be available on the website of NSDL www.evoting.nsdl.com