SOMANY CERAMICS LIMITED

Registered Office : 82/19, Bhakerwara Road,Mundka,New Delhi – 110 041
Phone : 011 - 2834 1085
Share Dept. : 2, Red Cross Place, Kolkata - 700 001
Phone : 033 - 22487406/07
E-mail: sclinvestors@somanytiles.co.in
Website: www.somanyceramics.com
CIN: L40200DL1968PLC005169

POSTAL BALLOT FORM

1. Name(s) & Registered Address of the sole/first named member (in block letters)

2. Name(s) of the Joint-Holder(s), if any

3. Registered Folio Number or DP ID No. & Client ID No.* *(Applicable to investors holding Shares in dematerialized form)

4. Number of Equity Share(s) held

I/We hereby exercise my/our vote in respect of the following Special Resolutions to be passed through Postal Ballot/ e-voting for the business stated in the Notice dated 24 March, 2015 of the Company, by conveying my /our assent or dissent to the said Resolution by placing tick (✓) mark in the appropriate box below:

Resolution Number	Description of Resolution	No. of shares	I / We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	To consider and approve issue of further securities			
2	To increase the aggregate limit for investment by the Foreign Institutional Investors/Foreign Portfolio investors and Non Resident Indians in equity share capital of the Company.			

Place :

Date :

Signature of the Member or the Authorised Representative (as per instructions overleaf)

ELECTRONIC VOTING PARTICULARS

(EVSN) E-Voting Sequence No.	USER ID (16 Digit Demat Account / Folio No.)	(Permanent Account Number (PAN)/ As per point no. (g) of e-voting procedure of Instructions)

Note :

1. Last date for receipt of Postal Ballot Forms by Scrutinizer is Thursday, 30 April, 2015
2. Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. GENERAL INFORMATION

a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.

b) Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through Postal Ballot shall prevail and the votes cast through e-voting form shall be considered invalid.

c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy. However, corporate (Companies, Trusts, Societies etc.) and institutional shareholders shall be entitled to vote through their authorised representatives accompanied by a certified copy of the relevant board resolution/authority letter with the specimen signature(s) of the authorized signatory(ies) duly attested. In case the Postal Ballot Form is signed through a delegate, a copy of the Power of Attorney (POA) attested by the member shall be annexed to the Ballot.

d) **The e-voting period commences on Wednesday, 1 April, 2015 (9.00 a.m. IST) and ends on Thursday, 30 April, 2015 (5.00 p.m. IST). During this period, members of the Company, holding shares in physical form or in dematerlised form, as on the cut-off date 27 March, 2015, may cast their vote electronically.**

e) The Board of Directors has appointed Mr. Pravin Kumar Drolia, Practicing Company Secretary, Kolkata as the Scrutinizer to conduct the voting process (voting through Postal Ballot as well as e-voting) in a fair and transparent manner.

2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

a) Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer in the enclosed postage prepaid self-addressed envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.

b) In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.

c) Signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited / Central Depository Services (India) Limited or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.

d) Completed Postal Ballot Forms should reach the Scrutinizer at 2, Red Cross Place, Kolkata – 700 001 not later than the close of working hours i.e. at 5.00 p.m. on Thursday, 30 April, 2015. Postal Ballot Forms received after this date will be considered invalid.

e) Postal Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.

f) A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Company's Registrar- Maheshwari Datamatics Pvt. Ltd. at 6, Mangoe Lane, Kolkata -700 001or to the e-mail id:mdpldc@yahoo.com. Duly completed and signed duplicate Postal Ballot Forms should, however, reach the Scrutinizer not later than the close of working hours i.e. 5.00 p.m. on Thursday, 30 April, 2015.

g) Members are requested not to send any paper (other than the copies of resolution/authority/POA as mentioned under "Process for Members opting for voting by Postal Ballot" point 1.c above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.

3. PROCESS FOR MEMBERS OPTING FOR E-VOTING

(a) Shareholders should log on to the e-voting website www.evotingindia.com

(b) Click on "Shareholders" tab.

(c) Now, select the "Somany Ceramics Limited" from the drop down menu and click on "SUBMIT".

(d) Now Enter your User ID.
(i) For CDSL: 16 digits beneficiary ID,
(ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
(iii) For Physical Form : Members should enter Folio Number registered with the Company.

(e) Next enter the Image Verification as displayed and Click on Login.

(f) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(g) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field.

(h) After entering these details appropriately, click on "SUBMIT" tab.

(i) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(j) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(k) Click on the EVSN for the relevant "Somany Ceramics Limited" on which you choose to vote.

(l) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(m) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(n) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(o) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(p) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(q) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(r) Note for Corporate and Institutional Shareholders
- Corporate and Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

(s) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

(t) The voting rights of shareholders shall be in proportion to their share in the paid up equity share capital of the Company.