


**VIRINCHI LIMITED**

Regd Office: 8-2-672/5&6, 4th Floor,  
Ilyas Mohammed Khan Estate,  
Road#1, Banjara Hills, Hyderabad-500034  
Email Id: investors@virinchi.com  
Web: www.virinchi.com  
Tel.: +91 (40) 48199999  
CIN: : L72200TG1990PLC011104

**POSTAL BALLOT FORM**

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

**Postal Ballot Form No. :**

| Sl.No. | Particulars   | Details |
|--------|---|---------|
| 1.     | Name and Registered Address of the Sole / First Named Shareholder (IN BLOCK LETTERS)                                  |         |
| 2.     | Name(s) of Joint shareholders, if any (IN BLOCK LETTERS)  |         |
| 3.     | Registered Folio No. / DP ID No.*/ Client ID No.*<br>(*Applicable to Investors holding shares in dematerialized form) |         |
| 4.     | Number of equity Shares held  |         |

5. I/We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot for the special business stated in the Notice of the Company dated 28-02-2019 by sending my/our assent/dissent to the said Resolutions by marking (✓) in the appropriate box below :

| Item No | Description   | Nature of Resolution | Number of equity Shares held | I/We assent to the Resolution | I/We dissent to the Resolution |
|---------|---|----------------------|------------------------------|-------------------------------|--------------------------------|
| 1       | Appointment of Mr. Viswanath Kompella, Chairman Emeritus, as an Advisor.  | Special Resolution   |                              |                               |                                |
| 2.      | Approval to issue and allot 8,00,000 (Eight Lacs) no(s) of Convertible Equity Warrants to Senior Management on preferential basis.  | Special Resolution   |                              |                               |                                |
| 3.      | Ratification of resolution passed on 28th September,2018 for Approval of Virinchi Employees Stock option Scheme 2018.   | Special Resolution   |                              |                               |                                |
| 4.      | Slump sale of Heath Care Division to M/s. Virinchi Health Care Private Limited( Wholly Owned Subsidiary of the Company).  | Special Resolution   |                              |                               |                                |
| 5.      | Approval of related party transaction between M/s. Virinchi Ltd and M/s. Virinchi Health Care Private Limited( Wholly Owned Subsidiary of the Company) for Slump sale of Heath Care Division of the Company to VHPL | Special Resolution   |                              |                               |                                |

Place:

Date:

Signature of the Shareholder

### INSTRUCTIONS

1. Members may fill up the Ballot Form printed overleaf and submit the same in a sealed envelope to the Scrutinizer, Vudanda Chandra Sekhar Patnaik, Company Secretary in Practice, 8-2-672/5&6, 4<sup>th</sup> Floor, Ilyas Mohammed Khan Estate Road No.1, Banjara Hills Hyderabad, Telangana-500034 so as to reach on or before 5.00 P.M. on April 16, 2019. Ballot Form received thereafter will strictly be treated as if not received.
2. The Company will *not* be responsible if the envelope containing the Ballot Form is lost in transit.
3. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
4. In the event member casts his votes through E-voting and Ballot Form, the votes casted through E-voting would be considered and the votes casted through Ballot Form would be ignored.
5. The right of voting by Ballot Form shall not be exercised by a proxy.
6. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agents of the Company (i.e., Aarthi Consultants Private Limited). Members are requested to keep the same updated.
7. There will be only one Ballot Form for every Folio/DPID/CLTENT ID irrespective of the number of joint members.
8. In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholders. Ballot Form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall *not* entertain any objection on such Ballot Form signed by other joint holders.
9. Where the Ballot Form has been signed by an authorized representative of the Body Corporate/Trust/Society, etc. a certified copy of the relevant authorization/Board Resolution to vote should accompany the Ballot Form.
10. Instructions for E-voting and voting through Postal Ballot procedure are available in the Notice of Postal Ballot and are also placed on the website of the Company, [www.virinchi.com](http://www.virinchi.com)