

KPIT

KPIT Technologies Limited

(Formerly KPIT Engineering Limited)

CIN: U74999PN2018PLC174192

Registered & Corporate Office: Plot No. 17, Rajiv Gandhi Infotech Park, MIDC-SEZ, Phase III, Maan, Taluka-Mulshi, Hinjawadi, Pune 411057, India.

Tel.: +91 20 67706000 | **Email:** grievances@kpit.com | **Website:** www.kpit.com

POSTAL BALLOT FORM

(Please read carefully the instructions printed overleaf before exercising the vote)

1.	Name & Registered Address of the sole/ first named Shareholder	
2.	Name(s) of the joint Shareholder, if any	
3.	Registered Folio No. / DP ID & Client ID	
4.	No. of shares held	

I/We hereby exercise my/our vote in respect of the Special resolutions to be passed through postal ballot for the business stated in the Notice of postal ballot dated 17th June, 2019 issued by the Company by sending my/our assent or dissent to the said resolutions by placing the tick (√) mark at the appropriate box below:

Item No.	Description of the Resolution	No. of Equity Share(s) held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special resolution- Approval of 'KPIT Technologies Limited Employee Stock Option Scheme 2019A' and grant of Stock Options to the employees of the Company.			
2.	Special resolution- Grant of Stock Options to the employees of the Subsidiary Company(ies) of the Company under KPIT Technologies Limited Employee Stock Option Scheme 2019A.			
3.	Special resolution -Approval of 'KPIT Technologies Limited-Employee Stock Purchase Scheme 2019' and grant of equity shares to the employees of the Company			
4.	Special resolution- Grant of equity shares to the employees of the Subsidiary Company(ies) of the Company under KPIT Technologies Limited Employee Stock Purchase Scheme 2019.			

Place :

Date :

(Signature of the Member / Authorised Representative)

ELECTRONIC VOTING PARTICULARS

E-voting facility is available at the <https://www.evoting.nsdl.com/> from Monday, June 24, 2019 (9:00 a.m. IST) to Tuesday, July 23, 2019 (5:00 p.m. IST). The electronic voting particulars are set out as follows:

Even (E-voting Event Number)	User ID	Password/ PIN
110807		

NOTE: Please read the instructions printed overleaf carefully before exercising your vote through this Postal Ballot Form.

GENERAL INSTRUCTIONS

1. A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted). The duly completed Postal Ballot Form should reach the Scrutinizer, in the enclosed self-attested business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if deposited in person or if sent by the courier or registered/ speed post at the expense of the Member will also be accepted.
2. This form should be completed and signed by the Member/Authorised Representative (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Member and in his absence, by the next named Member.
3. Consent must be accorded by placing a tick mark [√] in the column, 'I assent to the resolution' or dissent must be accorded by placing a tick mark [√] in the column, 'I dissent to the resolution'.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours i.e. 5.00 p.m. (IST) on Tuesday, July 23, 2019. All Postal Ballot Forms received after this date and time will be treated as if reply from such member(s) has not been received.
5. There will be only one Postal Ballot Form for every Folio/Client ID irrespective of the number of Joint Member(s).
6. In case of shares held by companies, trust, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/ Authority Letter, along with attested specimen signature(s) of the duly authorized signatory(ies) who is authorised to vote, failing which the Postal Ballot Form will be treated as invalid.
7. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e. 5.00 p.m. (IST) on Tuesday, July 23, 2019.
8. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members as on cut-off date i.e. Friday, June 14, 2019
9. Members are requested not to send any other paper along with Postal Ballot Form in the enclosed self-addressed business reply envelope, as all such envelopes will be sent to Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
10. The exercise of vote under postal ballot process is not permitted through proxy.
11. The Scrutinizer's decision on the validity of the Postal Ballot will be final and binding.
12. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.

The results of voting by Postal Ballot (i.e. through the Postal Ballot Forms and remote e-Voting) will be declared not later than 48 hours of conclusion of the voting through Postal Ballot by the Chairman of the Company or any other person authorized by him at the Registered Office at Plot No. 17, Rajiv Gandhi Infotech Park, MIDC-SEZ, Phase-III, Maan, Taluka - Mulshi, Hinjawadi, Pune- 411057, India. The results along with the Scrutinizer's Report will be displayed at the Registered Office of the Company. The results shall be communicated to the Stock Exchanges (BSE Limited and National Stock Exchange of India Limited) and the same along with the Scrutinizer's Report will be displayed on the Company's website www.kpit.com as well as on NSDL website www.evoting.nsdl.com.

The Company is pleased to offer 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 for e-voting is a part of the Postal Ballot Notice. If the voting rights are exercised through e-voting, there is no need to use the Postal Ballot Form. In case the shareholders cast their vote by physical Postal Ballot as well as e-voting, then the voting done through valid e-voting shall prevail and the voting done by physical Postal Ballot will be treated as invalid.

A Postal Ballot Form shall be considered invalid if:

1. A form other than one issued by the Company has been used;
2. It has not been signed by or on behalf of the member of the Company;
3. Signature on the Postal Ballot Form does not match the specimen signatures of the member available with the Company;
4. It is not possible to determine without any doubt the assent or dissent of the Member;
5. Neither assent nor dissent is mentioned;
6. Any competent authority has given directions in writing to the Company to freeze the voting rights of the Member;
7. The envelope containing the Postal Ballot Form is received after the last date and time prescribed;
8. The Postal Ballot Form, signed in representative capacity, is not accompanied by a certified true copy of the relevant specific Authority;
9. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
10. A Member has made any amendment to resolution or imposed any condition while exercising his vote.