

**GUJARAT FOILS LIMITED**Regd. Off.: 3436-3439, Chhatral G.I.D.C. Phase-IV, Taluka Kalol, Dist. Gandhinagar, Gujarat – 382729
CIN:L28999GJ1992PLC018570**BALLOT FORM**

Serial No. : _____

1.	Name and Registered Address of the sole/first named Member				
2.	Name[s] of the Joint Holder[s] [if any]				
3.	Registered folio No / DP ID No and Client ID No				
4.	Number of Shares held				
5.	EVSN[e-voting Number]	140826115			
6.	User ID & Password	If you are registered with CDSL on e-voting system, please use your existing user ID and password. If you are a first time user follow steps given in Note No. 20 to the AGM Notice.			
7.	I/We hereby exercise my /our vote[s] in respect of the Resolutions set out in the Notice of the 22 nd Annual General Meeting of the Company to be held on Monday, 29 th September, 2014 and at any adjournment thereof by sending my/our assent or dissent to the said resolution by placing the tick (√) mark at the appropriate box below :				
Item No.	Resolution	Type of Resolution	Number of Shares	For	Against
1.	Adoption of Audited financial statement of Profit and Loss for the year ended M a r c h 31, 2014 and the Balance Sheet as on that date together with the Report of the Board of Directors and the Auditors thereon.	Ordinary			
2.	Appointment of Mr. Kanchan Murarka, as a Director of the Company, who retires by rotation at this AGM.	Ordinary			
3.	Appointment of M/s H.R. Agarwal & Associates as Statutory Auditor.	Ordinary			
4.	To approve the remuneration of Cost Auditor for the financial year ending 31 st March, 2015	Ordinary			
5.	Appointment of Mr. Satish Chandra Gupta as an Independent Director	Ordinary			
6.	Appointment of Mr. Rahul B. Chhajed as an Independent Director	Ordinary			
7.	Retirement of Mr. Surendra Kumar Tuteja from the Directorship of the Company.	Ordinary			
8.	Variation in terms of remuneration of Mr. Prasenjit Datta.	Special			
9.	To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act ,2013	Special			
10.	Borrow monies u/s 180 (1)(c) exceeding paid up capital and free reserves.	Special			
11.	Creation of mortgage/charge on the properties of the company u/s180 (1)(a) for monies borrowed.	Special			

Place: _____

(Signature of Member)

Date: _____



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INSTRUCTIONS :

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. In the event a member casts votes by both modes ie. e-voting and ballot form, then voting done through e-voting shall prevail and Ballot will be ignored.
3. For detailed instructions on e-voting, please refer to Note No. 20 appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes for each of the Resolutions forming part of the Notice of the AGM.

Proceed and manner for Members opting to vote by using the Ballot Form :

1. Members may fill up the Ballot Form printed overleaf and submit the same (No other form or photocopy thereof is permitted) to the Scrutinizer appointed by the Board of Directors of the Company Mr Umesh Ved, practicing Company Secretary, (C P No. 2924).
2. The Form should be signed by the Member as per the specimen signature registered with the Company/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. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the Registration Number of the POA registered or enclosing an attested copy of the POA. (Exercise of vote by Ballot is not permitted through proxy)
3. In case the shares are held by companies, trusts, societies, etc the duly completed Ballot form should be accompanied by a certified true copy of the relevant Board Resolution / Authorisation.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on 22nd August, 2014 as per the Register of Members of the Company.
6. Duly Completed Ballot Form should reach the Scrutinizer by Wednesday, 24th September, 2014 (5.00 p.m IST) Ballot Form received thereafter will strictly be treated as if has not been received.
7. A Member may request for a duplicate Ballot Form, if so required. However, duly filled and signed duplicate form should reach the scrutinizer not later than the date and time specified in serial no 6 above.
8. Unsigned, incomplete, improperly or incorrectly tick Ballot Forms will be rejected. The Form will also be rejected if it is received torn, defaced, or mutilated to an extent makes it difficult for the scrutinizer to identify the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
9. The decision of the Scrutinizer of the validity of the Ballot Form and any other related matter shall be final.
10. The results declared along with the scrutinizer's Report shall be placed on the company's website www.gujaratfoils.com within two days of the passing of the Resolutions at the AGM of the Company on 29th September, 2014 and also communicated to the BSE Limited where the shares of the company are listed.