

Aroni Commercials Limited

Registered office: 209-210 Arcadia Building, 2nd Floor, Nariman Point, Mumbai-400021

Phone No: 022- 66708600; Fax no. 022- 022-66708650

CIN: L74999MH1985PLC035047

Email id: aroni.investor@gcvl.in; Website: www.aronicommercials.com

Serial No.:

POSTAL BALLOT FORM

1. Name and registered address of the sole/
First Joint Shareholder :
2. Name(s) of Joint Shareholder(s), if any :
3. Registered Folio No./DP ID No./Client ID No.* :
[* applicable to investors holding equity
shares in dematerialized form]
4. No. of Equity Shares held :

I / We hereby exercise my/our vote in respect of the Resolution to be passed through Postal Ballot for Resolution stated in the Postal Ballot Notice of the Company dated 13th February, 2015, by sending my / our Assent (For) or Dissent(Against) to the said Resolutions, by placing tick (✓) mark at the appropriate box below:

Resolution No.	Description	No. of Equity Shares	I/We assent to the Resolution (Vote in Favour)	I/We dissent to the Resolution (Vote Against)
1	Ordinary Resolution for appointment of Mr. Hatim Harianwala as an Independent Director			
2	Special Resolution under section 188 of the Companies Act, 2013 and Clause 49 (VII) of the Listing Agreement authorizing the Board of Directors for entering into related party transactions.			
3	Special Resolution under section 180(1)(a) of the Companies Act, 2013 authorising the Board of Directors to sell, dispose of whole or substantially whole of its assets and to create mortgage and/ or create any charge on immovable and/or movable assets of the Company.			
4	Special Resolution for keeping Register of Members and copies of Annual Returns at the registered office of the company and at other place within the city			

Place :

Date :

Signature of the Sole/ First
Joint Shareholder

ELECTRONIC VOTING PARTICULARS

EVSN (E-voting Sequence Number)	#Default PAN
150216012	

Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN field.

IMPORTANT INSTRUCTIONS

Kindly note that the Members can opt for only one mode of voting, i.e. either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by Physical Ballot and e-voting, then voting done through valid Physical Ballot shall prevail and voting done by e-voting will be treated as invalid.

PROCESS AND MANNER FOR MEMBERS OPTING FOR PHYSICAL VOTING

1. A member desirous to exercise vote by physical Postal Ballot should complete the Postal Ballot Form send it after signature to the Scrutinizer in the attached self-addressed postal pre-paid envelope before the closure of working hours (6.00 P.M.) on or before 23rd March, 2015. The postage will be borne by the Company.
2. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
3. The Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. A member may request for a duplicate Postal Ballot Form, If so required or can download the Postal Ballot Form from the Company's website (www.aronicommercials.com). However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in Point (1) above.
4. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar/ Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with Registrar/Depository) by the first named Member and in his/her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA or enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.
5. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 6.00 pm on 23rd March, 2015. Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
6. In case of Equity Shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution/authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
7. Shareholders are requested not to send any paper (other than the Resolution/ authority as mentioned under instruction 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.
8. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of the joint Members. On receipt of the duplicate Postal Ballot Form, the original will be rejected.
9. The votes should be cast either in favour of or against by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the columns will render the Form invalid.
10. Incomplete, unsigned or improperly or incorrectly filled Postal Ballot Form shall be rejected.

PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING

INSTRUCTIONS FOR E-VOTING

In case of Members receiving e-mail:

- i. The shareholders should log on to the e-voting website www.evotingindia.com.
- ii. Click on Shareholders.
- iii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. 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.
- vi. 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) <ul style="list-style-type: none">• 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 RA000001 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. <ul style="list-style-type: none">• 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 no in the Dividend Bank details field as mentioned in instruction (iii)

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. 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.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN for Aroni Commercial Limited on which you choose to vote.
- xi. 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.
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvi. 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.
- xvii. Note for Non - Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to 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 a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for 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, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case of Members receiving Postal Ballot Form by Post and desiring to caste - vote:

- a. Please follow all steps from Sl. No. (ii) to Sl. No. (xvii) given above to cast your vote.
- b. The e-voting period begins on, the 22nd February, 2015 at 10.00 a.m. and will close on 23rd March, 2015 at 6.00 p.m. During this period the shareholders holding shares either in physical form or in demat form, as on the record date of 13th February, 2015 may cast their vote electronically, The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder he/she shall not be allowed beyond the said date and time.
- c. 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.