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हिन्दुस्तान ऑर्गेनिक केमिकल्स लिमिटेड
(भारत सरकार का उद्यम) CIN: L99999MH1960GO1011895
HINDUSTAN ORGANIC CHEMICALS LIMITED
(A Govt. of India Enterprise)

HOC/SEC/Postal Ballot/2020/02.24

Date: 24th February, 2020

To,
Bombay Stock Exchange Ltd.,
24th Floor, DCS-CRD,
Pheroze Jeejeebhoy Towers,
Mumbai - 400001

Dear Sirs,

Sub: Intimation & Filing of HOCL Postal Ballot Notice dated 14-02-2020 to pass Special Resolutions in respect of 1(one) item. Voting Period commences from Thursday, 27th February, 2020 (9.00 a.m. onwards) & ends on Friday, 27th March, 2020 (up to 5.00 p.m.) and Voting Results to be declared on Monday, 30th March, 2020.

Ref.: Regulation Nos.: 29, 30 & other relevant Regulations of LODRRs.

Further to our Notice dated 14th February, 2020 (Reg. Intimation of Cut off day of 21-02-2020) and in compliance with captioned Regulations; please find enclosed herewith HOCL Postal Ballot Notice dated 14-02-2020 along with Postal Ballot Form, Notes and Explanatory Statements thereof etc. in respect of Special Resolutions to be passed with regards to 1(one) item & submitted to the Shareholders for approval through postal ballot voting/e-voting during the voting period to commence from Thursday, 27th February, 2020 from 9.00 a.m. onwards and to end on Friday, the 27th March, 2020 up to 5.00 p.m. Further the Voting Results thereof are to be declared on 30-03-2020.

Kindly take the above in your records in compliance with Regulation Nos. 29, 30 & other relevant Regulations of LODRRs.

Thanking you,
Yours faithfully,
For Hindustan Organic Chemicals Ltd.,

(Mrs. Susheela S. Kulkarni)
Company Secretary

Encl.: Postal Ballot Notice, Postal Ballot Form etc.

Copies to: 1) M/s. CDSL (with E-voting Platform); 2) M/s. NSDL;
3) M/s D. S. Momaya & Co. - Scrutinizers; 4) M/s. Bigshare Services Pvt. Ltd. - RTAs.



Hindustan Organic Chemicals Limited

[CIN L99999MH1960GOI011895]

Registered Office: 401,402,403, 4th Floor, V Times Square, Sector-15, CBD, Belapur, PIN: 400614.

Email Id: cs@hoclindia.com , corporate.cs@hoclindia.com

NOTICE OF POSTAL BALLOT (Voting Period – 27-02-2020 to 27-03-2020)

Dear Member/Shareholder,

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read together with the Companies (Management and Administration) Rules, 2014 and any amendment thereto, that the Resolution(s) appended hereunder is proposed to be passed as a Special Resolution by way of Postal Ballot. The explanatory statements pertaining to the said resolutions setting out the material facts and the reasons thereof is annexed hereto along with a Postal Ballot Form (the "Form") for your consideration. The Board of Directors of the Company (the "Board") has appointed M/s. D. S. Momaya & Co., Company Secretaries, FCS No. 7195 and COP No.7885 as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

You are requested to carefully read the instructions printed on the Form, record your assent (FOR) or dissent (AGAINST) therein by filling necessary details and affixing your signature at the designated place in the Form and return the same in original in the enclosed self-addressed, postage pre-paid envelope (if posted in India) so as to reach the Scrutinizer not later than the close of working hours, i.e. by 5 p.m. on 27-03-2020. Any Postal Ballot form received beyond the said date will not be valid. Therefore, Members are requested to send the duly completed Form well before this date allowing sufficient time for postal transit.

The Company is providing voting by electronic means ("e-voting") and Members desiring to opt for e-Voting are requested to read the notes to this Notice and instructions thereat. References to postal ballot in this notice include e-Votes cast.

Upon completion of the scrutiny of the Forms, the Scrutinizer will submit their report to the Chairman & Managing Director / any other officer authorized by him. The result of the Postal Ballot will be announced by the Chairman & Managing Director or the Company Secretary of the Company on **30-03-2020** at the registered office of the Company. The aforesaid result would be displayed at the registered office of the Company, intimated to the BSE Limited and displayed along with the Scrutinizer's Report on the Company's website viz. www.hoclindia.com and website of CDSL.

RESOLUTIONS:

1. To Sell or otherwise dispose of the whole or substantially the whole of the Undertaking of the Company viz. Hindustan Fluorocarbons Ltd. (HFL) (Subsidiary of HOCL) under section 180(1)(a) as per Letter from Government of India (Ministry of Chemicals And Fertilizers, Department of Chemicals & Petrochemicals) vide File No. P. 51015/06/2019-Ch. III dated 29-01-2020 informing decisions of CCEA directing closure of Hindustan Fluorocarbons Limited including i) To close the operations of the Plant of HFL ii) To dispose off the Plant and Machinery and other assets of HFL iii) Disposal/Sale or transfer of the entire 126 Acres (approx) of free-hold land of HFL on 'as is where is' basis (subject to outcome of the decision of Telangana Government/TSIIC on purchase of land, and as per guidelines 4.2 and 4.3.2 of the DPE Guidelines) and to pass the following as Special Resolution:

"RESOLVED THAT pursuant to provisions of Section 180(1)(a) of the Companies Act, 2013 and other applicable laws, provisions, guidelines and rules thereunder and subject to such other approvals as may be necessary in this regard the approval of the members be and is hereby accorded to the Company to Sell or otherwise dispose of the whole or substantially the whole of the Undertaking of the Company viz. Hindustan Fluorocarbons Ltd. (HFL) (Subsidiary of HOCL) under section 180(1)(a) as per Letter from Government of India (Ministry of Chemicals And Fertilizers, Department of Chemicals & Petrochemicals) vide File No. P. 51015/06/2019-Ch. III dated 29-01-2020 informing decisions of CCEA directing closure of Hindustan Fluorocarbons Limited including i) closing the operations of the Plant of HFL ii) dispose off the Plant and Machinery and other assets of HFL iii) Disposal/Sale or transfer of the entire 126 Acres (approx) of free-hold land of HFL on 'as is where is' basis (subject to outcome of the decision of Telangana Government/TSIIC on purchase of land, and as per guidelines 4.2 and 4.3.2 of the DPE Guidelines)

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things, deal with such matters, take necessary steps in the matter as the board may in its absolute discretion deem necessary, desirable or expedient and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members and shareholders or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution"

RESOLVED FURTHER THAT the Board of Directors of the company or Chairman and Managing Director and Company Secretary of the Company be and is hereby authorized to take necessary action and to take all such other actions as may be required to give effect to this resolution"

"RESOLVED FURTHER THAT the Company Secretary of the Company be and is hereby authorized to file the necessary forms & returns with the Registrar of Companies and other statutory authorities and to do all other things, acts and deeds as may be necessary.

**By Order of the Board of Directors of
Hindustan Organic Chemicals Ltd.**

Place: CBD Belapur

Date: 14-02-2020

Registered Office:

401,402,403, 4th Floor,
V Times Square, Sector-15,
CBD, Belapur, PIN: 400614.

Sd/-
Mrs. Susheela S. Kulkarni
Company Secretary



NOTES AND INSTRUCTIONS:

1. An explanatory statement pursuant to Section 102 of the Act, setting out the material facts and reasons for the proposed Special Resolution is appended herein below along with the Postal Ballot Form for your consideration.
2. The Notice is being sent to all the Members whose names appear in the Register of Members/ list of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on 21-02-2020.
3. Members who have not yet submitted their KYC/PAN details to the RTAs are requested to submit the same to the RTAs either in email/s to their given email ids or through courier/post to their registered postal address.
4. As per Section 110 of the Act, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, notice of postal ballot may be served on the Members through electronic means. Members who have registered their e-mail IDs with depositories are being sent this notice of postal ballot by e-mail and the members who have not registered their e-mail IDs will receive notice of postal ballot along with the Form through post/courier. Members who have received postal ballot notice by e-mail and who wish to vote using the Form, may download the Form from the ‘investors’ section on the Company’s website www.hoclindia.com. Members may submit their queries/grievances, etc. connected to postal ballot at/to: Jibu John (jibu@bigshareonline.com); (investor@bigshareonline.com) &cs@hoclindia.com.
5. The attached self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board and the Postal Ballot Form after casting of the vote should be put inside the same and the envelope should be duly sealed. Envelope containing the Form will also be accepted if physical copy thereof duly sealed inside the attached postage pre-paid envelope is sent by any other mode at the expense of the Member.
6. The Form should be signed by the Member as per the specimen signature registered with the Company. In case shares are jointly held, the Form should be completed and signed by the first named holder and in his/her absence, by the next named holder. Holders of Power of Attorney (PoA) on behalf of a Member may vote on the Form mentioning the Registration No. of the PoA registered with the Company or attach notarial attested copy of the PoA. Unsigned Form will be rejected.
7. Members holding shares in dematerialised form are advised, in their own interest, to get their signatures verified by their Bankers/ Depository Participants (“DPs”). The signature should be verified by their Bankers/ DPs by affixing seal mentioning name and address of the Banker/ DPs and name, stamp and signature of the Authorised signatory.
8. In case of shares held by companies, trusts, societies, etc. the duly completed Form should be accompanied by a certified copy of the Board Resolution/ Authority and preferably, with the attested specimen signature(s) of the duly Authorised Signatory (ies) giving the requisite authority to the person voting on the Form.
9. Members are requested not to send any document (other than the Resolution/ Authority as mentioned above) along with the completed Form inside the enclosed self-addressed prepaid envelope, as all such envelopes without opening will be sent to the Scrutinizer. Should any extraneous matter be found in any such envelope, the same will not be considered and would be destroyed by the Scrutinizer.
10. There will be only one Form for each Folio/ Client Id. Exercise of vote through postal ballot is not permitted through proxy.
11. Incomplete, improperly or incorrectly tick marked Form will be rejected.
12. In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and the Listing Agreement entered into with the Stock Exchanges and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility as an option to all the Members of the Company with this postal ballot. The Company has entered into an agreement with CDSL for facilitating e-voting to enable the Members, if they so opt, to cast their votes electronically instead of filling in and dispatching the Form. E-voting is optional. The instructions for e-voting are as follows:
 - (i) The voting period begins on 27-02-2020 at 9 A.M and ends on 27-03-2020 at 5 P.M. During this period, Members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 21.02.2020, may, if they so opt, cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders/Members
 - (iv) 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.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) 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.
 - (vii) 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 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) 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. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction(iv).



- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN of Hindustan Organic Chemicals Limited on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) 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.
- (xxi) 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.
13. In case a shareholder votes through e-voting and also by postal ballot by filling in the Form, voting through electronic means will be taken on record and voting through postal ballot will be ignored.
14. The Board has appointed M/s. D. S. Momaya & Co., Company Secretaries, FCS No. 7195 and COP No.7885 as the Scrutinizer for conducting the postal ballot voting process (including e-voting) in accordance with law in a fair and transparent manner.
15. The Scrutinizer shall, no later than seven working days from the conclusion of the e-voting period, unblock the votes and submit her report on the voting pattern in accordance with the procedure set out in Companies (Management & Administration) Rules,2014.
16. The resolutions, where assented to by the requisite majority of the Members by means of postal ballot (which shall also include the results of e-Voting), shall be deemed to have been duly passed at a general meeting convened in that behalf on the date of the last date of receipt of postal ballot forms i.e., 27th March, 2020.
17. The Scrutinizer’s decision on the validity of a completed Form shall be final.

**By Order of the Board of Directors of
Hindustan Organic Chemicals Ltd.**

**Place: CBD Belapur
Date: 14-02-2020**

**Sd/-
Mrs. Susheela S. Kulkarni
Company Secretary**

Registered Office:
401,402,403, 4th Floor,
V Times Square, Sector-15,
CBD, Belapur, PIN: 400614.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND SECTION 110 & RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.

Resolution No. 1) To Sell or otherwise dispose of the whole or substantially the whole of the Undertaking of the Company viz. Hindustan Fluorocarbons Ltd. (HFL) (Subsidiary of HOCL) under section 180(1)(a) as per Letter from Government of India (Ministry of Chemicals And Fertilizers, Department of Chemicals & Petrochemicals) vide File No. P. 51015/06/2019-Ch. III dated 29-01-2020 informing decisions of CCEA directing closure of Hindustan Fluorocarbons Limited including i) To close the operations of the Plant of HFL ii) To dispose off the Plant and Machinery and other assets of HFL iii) Disposal/Sale or transfer of the entire 126 Acres (approx) of free-hold land of HFL on 'as is where is' basis (subject to outcome of the decision of Telangana Government/TSIIC on purchase of land, and as per guidelines 4.2 and 4.3.2 of the DPE Guidelines) and to pass the following as Special Resolution.

A communication dated 29-01-2020 received from the Government of India (**Ministry of Chemicals And Fertilizers, Department of Chemicals & Petrochemicals**) states that the Cabinet Committee on Economic Affairs (CCEA) at its Meeting held on 22-01-2020 has given in principal approval in respect of HFL as under:

- a) Shutting down the operations of the plant/unit of HFL and closure of the company.
- b) Separating the employees (regular and non-regular/ad hoc) rendered surplus due to closure of the plant through VRS/VSS, after payment of all their outstanding salary/wages and statutory dues, except for the skeletal staff required to implement the full and final closure of the company. Employees not opting for VRS/VSS will be retrenched as per the provisions of Industrial Disputes Act, 1947.
- c) Grant of interest free loan by the Govt. of India to HFL to be utilised exclusively for closure related expenditure including (a) implementation of VRS/VSS for HFL employees, payment of their outstanding salary & statutory dues, payment of suppliers/contractors/utilities dues and repayment of SBI working capital loan and (b) salary/wages and administrative expenses of HFL's skeletal staff to be temporarily retained for completing the closure of HFL for two years. In case of retention of skeletal staff beyond two years, necessary budgetary support for the skeletal staff may be provided with the approval of the Ministry of Finance.
- d) The above interest free loan will be repaid by HFL to the Govt. of India from the sale proceeds of land and other assets of the company, as and when they are disposed of, and after settling all the liabilities related to closure of the company. If the land / assets sale proceeds are not sufficient to fully repay the loan amount, then the balance loan amount remaining unpaid is to be written off.
- e) After settlement of all the liabilities related to closure of HFL and repayment of the interest free loan, surplus proceeds from disposal of land and other assets, if any, will be used for repayment of HFL's outstanding Govt. of India loans (Rs. 15.80 crores) and interest thereon, with freezing of interest upto 31.03.2019. Full or part of the principal loan amount (Rs. 15.80 crores) and interest thereon (up to 31.03.2019) remaining unpaid due to insufficient sale proceeds is to be written off/waived.
- f) For facilitating disposal of HFL's land, M/s NBCC (India) Ltd. may be appointed as Land Management Agency (LMA) to manage and assist in the land disposal subject to outcome of the decision of Telangana Govt./TSIIC on purchasing land of HFL. The terms of appointment of NBCC and disposal of land will be done in accordance with DPE's revised guidelines on closure of CPSEs dated 14.06.2018.
- g) Disposal of plant/machinery and movable assets will be done by HFL through e-auction by MSTC Ltd. Terms of appointment of MSTC will be in accordance with the DPE guidelines dated 14.06.2018.

Accordingly the Board of Directors at their Meeting held on 14-02-2020 considered the proposal given by Government of India (**Ministry of Chemicals And Fertilizers, Department of Chemicals & Petrochemicals**) and decided that – "subject to the approval of Shareholders and such other approvals as may be required, and approved the proposal to close the operations of the plant of HFL and to give VRS to the employees; to dispose off the Plant and Machinery and other Assets of HFL; Disposal/Sale or transfer of the entire 126 Acres (approx) of free-hold land of HFL on 'as is where is' basis and other allied formalities subject to outcome of the decision of Telangana Government on purchase of Land.

The Board of directors of your Company recommend passing of Special Resolution as set out in item No.1 in the accompanied notice by way of approval of shareholders through postal ballot.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or otherwise interested in this resolution, except to the extent of their shareholding, if any.

**By Order of the Board of Directors of
Hindustan Organic Chemicals Ltd.**

**Place: CBD Belapur
Date: 14-02-2020**

Registered Office:
401,402,403, 4th Floor,
V Times Square, Sector-15,
CBD, Belapur, PIN: 400614.

**Sd/-
Mrs. Susheela S. Kulkarni
Company Secretary**



HINDUSTAN ORGANIC CHEMICALS LTD.

(A Government of India Enterprises)

Regd. Office: 401,402,403, 4th Floor, Times V Square, Sector-15, CBD, Belapur, PIN: 400614.

Website: www.hoclindia.com; CIN: L99999MH1960GOI011895

POSTAL BALLOT FORM

[Voting from 27-02-2020 to 27-03-2020]

Serial No. :

1.	Name and address of the sole /first Named shareholder as registered with the Company.	
2.	Name(s) of the joint shareholder(s), if any, registered with the Company	
3.	Registered folio No. /*DP ID Client ID No. (*Applicable to shareholders holding shares in dematerialized form)	
4.	No. of equity shares held	

I / We hereby exercise my/our vote in respect of Special resolution to be passed through postal ballot in connection with business stated in the postal ballot notice by recording my/our assent or dissent to the said resolutions by placing the (✓) in the appropriate box below :

Description /Resolution /Proposal	No. of Shares	(FOR) I/We assent to the resolution	(AGAINST) I / We dissent to the resolution.
1. To Sell or otherwise dispose of the whole or substantially the whole of the Undertaking of the Company viz. Hindustan Fluorocarbons Ltd. (HFL) (Subsidiary of HOCL) under section 180(1)(a) as per Letter from Government of India (Ministry of Chemicals And Fertilizers, Department of Chemicals & Petrochemicals) vide File No. P. 51015/06/2019-Ch. III dated 29-01-2020 informing decisions of CCEA directing closure of Hindustan Fluorocarbons Limited including i) To close the operations of the Plant of HFL ii) To dispose off the Plant and Machinery and other assets of HFL iii) Disposal/Sale or transfer of the entire 126 Acres (approx) of free-hold land of HFL on 'as is where is' basis (subject to outcome of the decision of Telangana Government/TSIC on purchase of land, and as per guidelines 4.2 and 4.3.2 of the DPE Guidelines) etc.			

SIGNATURE OF MEMBER

Notes:

1. Last date for receipt of postal ballot form is 27-03-2020 (5.00 PM)
2. Please read the instruction printed overleaf carefully before exercising your vote.

INSTRUCTIONS – Reg.: Postal Ballot / E- Voting

1. GENERAL INFORMATION

- a) There will be one Post 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 thorough by 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 e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.
- c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a Proxy.

2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT :

Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot and send it to : THE SCRUTINIZER, Bigshare Services Pvt. Ltd., **Unit : HINDUSTAN ORGANIC CHEMICALS LIMITED**, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (E) Mumbai – 400059, Maharashtra, India., in the enclosed postage prepaid self-addressed envelope.

- a) In case of joint holding, this Postal Ballot Form should be completed and signed by the first Member and in his absence by the next named Member.
- b) In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.), the completed Postal Ballot should be accompanied by a certified copy of the relevant board resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
- c) The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or as registered with the Company, in respect of shares held in dematerialized form or in physical form, respectively.
- d) The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the postal ballot form. The assent or dissent received in any other form shall not be considered valid.
- e) Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours i.e. at 5.00 p.m. on 27-03-2020. Postal Ballot Forms received after this date will be considered invalid and as if the reply from such member has not been received.
- f) Postal Ballot Form which is incomplete or unsigned or defective in any manner is liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.
- g) Member(s) is / are requested not to send any other paper along with the Post Ballot Form. They are also requested not to write anything in the postal ballot form except giving their assent / dissent and putting signature. If any other paper is sent, the same will be destroyed by the Scrutinizer.