

IRSL:STEXCH:2019-20:
29th August 2019

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Bandra - Kurla Complex,
Bandra (E)
Mumbai - 400 051.

Thru.: **NEAPS**

Stock Code NSE: **INDORAMA**

BSE Limited

Floor 25,
P. J. Towers,
Dalal Street,
Mumbai - 400 001.

Thru.: **BSE Listing Centre**

Stock Code BSE: **500207**

ISIN: INE156A01020

Indo Rama Synthetics (India) Limited - CIN L17124MH1986PLC166615

Sub.: Postal Ballot Notice – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”)

Dear Sir,

Further to the outcome of meeting of the Board of Directors of the Company dated 6th August, 2019, we hereby enclose a copy of the Postal Ballot Notice dated 6th August, 2019 (“Postal Ballot Notice”) and Postal Ballot Form.

The Postal Ballot Notice, along with other relevant documents, have been sent to the shareholders whose names appear in the register of members/beneficial owners received from National Securities Depositories Limited (“NSDL”) and Central Depository Services (India) Limited as on 23rd August, 2019 (“Cut-off Date”) on seeking their approval as set out in the Postal Ballot Notice.

The Company has engaged the services of NSDL for the purpose of providing e-voting facility to all its members. The voting through Postal Ballot and through e-voting will commence from Friday, August 30, 2019 (9: 00 A.M. IST) and shall end on Saturday, 28th September, 2019 (5:00 P.M IST).

The result of the postal ballot will be announced on Monday, 30th September, 2019. The above information will also be made available on the website of the Company, www.indoramaindia.com.

Thanking you.

Yours faithfully,
for **Indo Rama Synthetics (India) Limited**

Pawan Kumar Thakur
Company Secretary Cum Compliance Officer
(ICSI Membership No.: FCS 6474)



Encl.: As above

INDO RAMA SYNTHETICS (INDIA) LTD.

Corporate Office : 20th Floor, DLF Square, DLF Phase-2, NH-8, Gurugram - 122002, Haryana, India. Tel : 0124-4997000, Fax : 0124-4997070
Registered Office & Manufacturing Complex : A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra, India. Tel : 07104-663000 / 01, Fax : 07104-663200

E-mail : corp@indorama-ind.com • Website : www.indoramaindia.com

CIN : L17124MH1986PLC166615

INDO RAMA SYNTHETICS (INDIA) LIMITED

Corp. Office: 20th Floor, DLF Square, DLF Phase-2, NH-8, Gurugram-122 002, Haryana
Regd. Office: A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra.
Tel.: 0124-4997000 Fax: 0124-4997070, CIN: L17124MH1986PLC166615
Email: investor-relations@indorama-ind.com Website: www.indoramaindia.com

POSTAL BALLOT NOTICE

[Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

VOTING STARTS ON: FRIDAY, 30TH AUGUST 2019 AT 9:00 AM

VOTING ENDS ON: SATURDAY, 28TH SEPTEMBER 2019 AT 5:00 PM

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force), Secretarial Standard on General Meeting ("SS-2") issued by the Institute of Company Secretaries of India and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations as amended from time to time that the following Resolution is proposed to be passed as Special Resolution by the Members of Indo Rama Synthetics (India) Limited ("the Company") by way of Postal Ballot/Remote e-Voting:

SPECIAL BUSINESS

LEASING OUT DTY MACHINES TO WHOLLY OWNED SUBSIDIARY OF THE COMPANY:

To consider and, if thought fit, to accord assent/dissent, to the following Resolution to be passed as a **Special Resolution**.

"RESOLVED THAT pursuant to the provisions of Section 180(1) (a) and any other applicable provisions, if any of the Companies Act, 2013 ("the Act") (including any statutory modifications or re-enactments thereof for the time being in force) read with the Companies (Management and Administration) Rules, 2014, the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations"), the provisions of the Memorandum and Articles of Association of the Company, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, consent of the Members of the Company be and are hereby accorded for leasing out such numbers of DTY Machines of the Company along with the land appurtenant to the shed in which such machineries are installed at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra, India, with all the supporting accessories and facilities required for the purpose of leasing out DTY Machines to the Wholly Owned Subsidiary of the Company, Indorama Yarns Private Limited, together with the use of all the licenses, permits, consent and approvals whatsoever as may be decided by the Board from time to time;

RESOLVED FURTHER THAT the Company shall enter into a Lease Agreement for such numbers of DTY Machines of the Company

along with the land appurtenant to the shed in which such machineries are installed at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra, India, with all the supporting accessories and facilities required for the purpose of leasing out DTY Machines to Indorama Yarns Private Limited, a Wholly Owned Subsidiary of the Company, on the terms and conditions as may be determined between the Company and the Indorama Yarns Private Limited;

RESOLVED FURTHER THAT the Board of Directors be and are hereby empowered to sign, execute, undertake all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, for the purpose of giving effect to this Resolution and to settle any question, difficulty or doubt that may arise in this regard;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors or to any Director or Officer(s) or Authorised Representative(s) of the Company in order to give effect to this Resolution".

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters, things and take all steps as may be necessary, proper or expedient to give effect to this resolution."

Registered Office:

A-31, MIDC Industrial Area
Butibori, Nagpur - 441122, Maharashtra
CIN: L17124MH1986PLC166615
E-mail: investor-relations@indorama-ind.com
Website: www.indoramaindia.com
Tel.: 07104-663000 / 01
Fax: 07104-663200

By Order of the Board of Directors
For Indo Rama Synthetics (India) Limited

Pawan Kumar Thakur
Company Secretary
(FCS No. 6474)

Place : Gurugram
Date : 6th August 2019

Notes:

- 1) The Explanatory Statement and reason for the proposed Resolution pursuant to Section 102 of the Companies Act, 2013, read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 annexed hereto. A copy of the Notice and Postal Ballot Form is also available on the website of the Company, www.indoramaindia.com.

- 2) The Postal Ballot Notice along with the Postal Ballot Form is being sent to all the Members, whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on **Friday, 23rd August 2019** (Cut-off Date). A person who is not a shareholder as on Cut-off Date should treat this Postal Ballot Notice for informational purposes only.
- 3) The Postal Ballot Notice along with the Postal Ballot Form is being sent to the Members in electronic form to the e-mail addresses registered with their Depository Participants (in case of electronic shareholding)/the Company's Registrar and Share Transfer Agent (in case of physical shareholding). For members whose e-mail addresses are not registered, physical copies of the Postal Ballot Notice along with the Postal Ballot Form are being sent by permitted mode along with a self-addressed pre-paid Business Reply Envelope.
- 4) The Board of Directors of the Company has appointed Mr. Sanjay Grover, Managing Partner, M/s Sanjay Grover & Associates, Company Secretaries (Firm Registration No.P2001DE052900 and CP No. 3850) as the Scrutinizer for conducting the Postal Ballot process (including Remote e-Voting process) in a fair and transparent manner and to receive and scrutinize the completed ballot papers from the Members.
- 5) The Scrutinizer's decision on the validity or otherwise of the Postal Ballot/ e-voting will be final. After completion of scrutiny of postal ballots (including e-votes), the Scrutinizer will submit their report to the Chairman & Managing Director and in his absence, to any Director of the Company.
- 6) The Postal Ballot Form and self-addressed Business Reply Envelope are enclosed for use of the members. Members wishing to exercise their vote by physical postal ballot are requested to carefully read the instructions printed on the Postal Ballot Form and return the Postal Ballot Form duly completed and signed, in the enclosed self-addressed Business Reply Envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than close of working hours, i.e., 5:00 PM, on 28th September 2019. As mentioned above, the postage will be borne by the Company. To seek a duplicate Postal Ballot Form, please contact the Company's Registrar and Share Transfer Agent, MCS Share Transfer Agent Limited, F-65, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110 020 or the Company.
- 7) Members can opt for only one mode of voting, i.e., either voting by Ballot Forms or by Remote e-Voting. If the members opt for Remote e-Voting, then they should not vote by post and *vice-versa*. However, in case, members cast their votes through both the modes, voting done by Remote e-Voting shall prevail and votes cast through post shall be treated as invalid.
- 8) Members who have received the Notice by e-mail and who wish to vote through physical form may download the Postal Ballot Form attached to the e-mail or from the "Investor Relations" section on the Company's website: www.indoramaindia.com, where the Postal Ballot Notice is displayed and send the duly completed and signed Postal Ballot Form so as to reach the Scrutinizer not later than close of working hours, i.e., 5:00 PM, 28th September 2019.
- 9) Resolution passed by the members through postal ballot shall be deemed to have been passed last date specified by the Company for receipt of duly completed postal ballot forms or e-voting.
- 10) In case shares held by Corporate/ Institutional Members (i.e., other than Individuals, HUF, NRI, etc.) opting for physical ballot are also required to send certified true copy of the Board Resolution/Power of Attorney/Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer along with the Postal Ballot Form.
- 11) The voting rights of members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company as on Cut-Off date, i.e., 23rd August 2019.
- 12) A copy of each of the document referred to the accompanying Explanatory Statement is open for inspection at the Corporate Office of the Company during business hours on all its working days from date of dispatch of notice till the closure of working hours of 28th September 2019 (last date for receiving Postal Ballot Form by the Scrutinizer).
- 13) Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agent / Depository Participant(s) for sending future communication(s) in electronic form.
- 14) Mr. Pawan Kumar Thakur, Company Secretary & Compliance Officer of the Company is the officer authorised to ensure smooth conduct of the e-Voting and Postal Ballot process.
- 15) Pursuant to the provisions of Section 108 and 110 of the Act, read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the Company is pleased to provide facility to members to exercise their right to vote on resolution proposed to be passed by Postal Ballot through electronic means and have engaged the services of National Securities Depository Limited ("NSDL") as the Authorised Agency to provide Remote e-Voting facility.
- 16) **Voting through Electronic Means (e-Voting)**
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:
Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>
Step 2 : Cast your vote electronically on NSDL e-Voting system.
Details on Step 1 is mentioned below:
How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices, i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2, i.e., Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding Your User ID is: shares, i.e., Demat (NSDL or CDSL) or Physical

- a) For Members who hold shares in demat account with NSDL. 8 Character DP ID followed by 8 Digit Client ID
For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
- b) For Members who hold shares in demat account with CDSL. 16 Digit Beneficiary ID
For example if your Beneficiary ID is 12***** then your user ID is 12*****.
- c) For Members holding shares in Physical Form. EVEN Number followed by Folio Number registered with the Company
For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open

the attachment, i.e., "Indo Rama e-Voting.pdf" file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or Folio Number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, your 'initial password' is provided as below/at the bottom of the Postal Ballot Form.

EVEN (Remote e-Voting Event Number) USER ID PASSWORD/PIN

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the Companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of Company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options, i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1 Institutional shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority Letter, etc., with attested specimen signature of the duly authorized signatory(ies), who are authorized to vote, to the Scrutinizer by e-mail to sanjaygrover7@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- 17) You can also update your mobile number and e-mail ID in the user profile details of the Folio, which may be used for sending future communication(s).
- 18) The Remote e-Voting period commences on Friday, 30th August, 2019 at 9:00 AM and ends on Saturday, 28th September 2019, at 5:00 PM. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off Date of 23rd August 2019, may cast their vote by Remote e-Voting. The Remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. In order to address any grievances relating to e-voting, you may write or contact the Company's Registrar and Share Transfer Agent, MCS Share Transfer Agent Limited, F-65, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110 020, Mr. Amarjeet Singh, Sr. Manager, Tel.: 011-41406149 to 52 or E-mail ID: admin@mcsregistrars.com.
- 19) The Scrutinizer shall submit the consolidated Scrutinizers report of the total votes cast in favour or against and invalid votes, if any, to the Chairman and Managing Director/ Directors, who shall counter sign the same, on 30th September 2019.
- 20) The result of the Postal Ballot will be declared on 30th September 2019 and shall be displayed at notice board of the Company at the Registered Office as well as Corporate Office of the Company and will also be posted on the Company's website, www.indoramaindia.com, as well as NSDL website,

www.evoting.nsdl.com. The results shall also be communicated to the BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed along with Scrutinizer's Report.

- 21) The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed postal ballot forms or Remote e-Voting.
- 22) Incomplete, unsigned, improperly or incorrectly tick marked postal ballot form will be rejected. There will be only 1 (one) postal ballot form for every Registered Folio/ Client ID irrespective of the number of joint shareholders. The scrutinizers decision on the validity or otherwise of the Postal Ballot will be final.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“the Act”)

Pursuant to the provisions of section 180 (1) (a) of the Companies Act, 2013 the Company requires consent of the members to be obtained by passing special resolution for the purpose of to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company.

In accordance with the provisions of Section 180(1) (a) of the Companies Act, 2013 (“Act”) regarding leasing out such numbers of DTY Machines of the Company along with the land appurtenant to the shed in which such machineries are installed at A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra, India, with all the supporting accessories and facilities required for the purpose of leasing out DTY Machines to the Wholly Owned Subsidiary of the Company, Indorama Yarns Private Limited, together with the use of all the licenses, permits of the Company, requires the approval of the members of the Company to be accorded by way of a Special Resolution through postal ballot as per the provisions of Section 110 of the Act, read with Rule, 20 & 22 of the Companies (Management and Administration) Rules, 2014.

Accordingly, consent of the members is sought for passing a Special Resolution as set out at the Notice.

None of the Directors and Key Managerial Personnel or their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at the Notice.

The Board recommends the Special Resolution set out at the Notice for approval by the members.

Registered Office:

A-31, MIDC Industrial Area
Butibori, Nagpur - 441122, Maharashtra
CIN: L17124MH1986PLC166615
E-mail: investor-relations@indorama-ind.com
Website: www.indoramaindia.com
Tel.: 07104-663000 / 01
Fax: 07104-663200

Place : Gurugram
Date : 6th August 2019

By Order of the Board of Directors
For Indo Rama Synthetics (India) Limited

Pawan Kumar Thakur
Company Secretary
(FCS No. 6474)

INDO RAMA SYNTHETICS (INDIA) LIMITED

Corp. Office: 20th Floor, DLF Square, DLF Phase-2, NH-8, Gurugram-122 002, Haryana
Regd. Office: A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra.
Tel.: 0124-4997000 Fax: 0124-4997070, CIN: L17124MH1986PLC166615
Email: investor-relations@indorama-ind.com Website: www.indoramaindia.com

POSTAL BALLOT FORM

(To be returned to the Scrutinizer of the Company)

Sl. 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 and :
Client ID No. (applicable to investors
holding shares in electronic form)
4. Number of Share(s) held :
5. I / We hereby exercise my / our vote(s) in respect of the Special Resolution to be passed through Postal Ballot for the special business stated in the Postal Ballot Notice of the Company by sending my/ our assent or dissent to the said resolution by placing the tick (✓) mark in the appropriate box below:

Item No.	Description of Resolution	Number of Shares	I/We Assent to the Resolution (FOR)	I/We Dissent to the Resolution (AGAINST)
1.	Special Resolution under Section 180(1)(a) and any other applicable provisions, if any of the Companies Act, 2013, for Leasing out DTY Machines to Wholly Owned Subsidiary of the Company, Indorama Yarns Private Limited.			

Place :

Signature of the Sole/First/Joint Member(s)

Date :

(must be as per specimen signature registered with the Company)

Particulars for Remote e-Voting through Electronic means

EVEN (Remote e-Voting Event Number)	USER ID	PASSWORD / PIN
111545		

Note: Please read the instructions given overleaf carefully before exercising your vote. Postal Ballot Form shall reach the Scrutinizer on or before 5:00 PM on Saturday, 28th September 2019. Please note that any postal ballot form(s) received after that date will be treated as not having been received.

Facility to exercise vote by postal ballot including Remote e-Voting through electronic means will be available during the following period:

Commencement of Remote e-Voting : From 9:00 AM on Friday, 30th August 2019

End of voting : Up to 5:00 PM on Saturday, 28th September 2019.

The facility for Remote e-Voting through electronic means will be disabled for voting by NSDL upon expiry of the aforesaid Remote e-Voting period.

Instructions for voting through Postal Ballot Form:

1. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 22& 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility as an alternate, for all the shareholders 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 Remote e-Voting is enumerated in the Notes to the Postal Ballot Notice.
2. A member desiring to exercise his/her vote by postal ballot may complete this Postal Ballot Form in all respects and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form, if deposited in person or sent by courier / registered / speed post at the expense of the member will also be accepted.
3. Alternatively, a member may vote through electronic means as per "Instructions for process to be followed by members opting to vote through electronic means" in the Postal Ballot Notice sent herewith.
4. The Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company) by the member. In case of joint holding, this form must be completed and signed by the first-named member and in his / her absence, by the next-named member.
5. Please convey your assent / dissent in this Postal Ballot Form. The assent or dissent received in any other form or on a photo copy of the Postal Ballot Form shall be considered invalid.
6. The votes of a member will be considered invalid on any of the following grounds:
 - a) if the member's signature does not tally;
 - b) if the member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceeds the total number of shares held;
 - c) if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - d) if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds.
7. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
8. The Postal Ballot shall not be exercised by a proxy.
9. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5:00 PM on Saturday, 28th September, 2019. All the Postal Ballot Forms received after this date will be strictly treated as if the reply from such member has not been received.
10. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member on the date of dispatch of the Notice.
11. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution / authorization together with the specimen signature(s) of the duly authorized signatories. (It is required only in case the signatories are other than the signatories whose specimen signatures are registered with the Company / Registrar and Transfer Agent, viz: MCS Share Transfer Agent Limited).
12. Members are requested NOT to send any other paper along with the Postal Ballot Forms in the enclosed self-addressed postage-prepaid business reply envelope as all such envelope will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
13. There will be one Postal Ballot form for every Folio / DP ID and Client ID, irrespective of the number of joint holders.
14. A member may request for a duplicate Postal Ballot Form, if so required. The request should be addressed to the Company Secretary and send to the Corporate Office of the Company, E-mail ID: investor-relations@indorama-ind.com and Tel. No. 0124-4997000. However, the duly filled in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified at Item 9 above.
15. A tick (✓) mark should be placed in the relevant box signifying assent / dissent for the resolution, as the case may be, before mailing the Postal Ballot Form.
16. Members are requested to fill in the Postal Ballot Form with indelible ink and not by any erasable writing mode.
17. The right of voting by Postal Ballot shall not be exercised by proxy.
18. The result of the Postal Ballot will be declared on 30th September 2019 and shall be displayed at notice board of the Company at the Registered Office as well as Corporate Office of the Company and will also be posted on the Company's website, www.indoramaindia.com, as well as NSDL website, www.evoting.nsdl.com. The results shall also be communicated to the BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed along with Scrutinizer's Report.
19. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholders on the Cut -Off date which is Friday, 23rd August, 2019

POSTAGE
WILL BE
PAID BY
ADDRESSEE

BUSINESS REPLY ENVELOPE

BR PERMIT NO. L-2/BRP/130/2019-20



To,

**The Scrutinizer
INDO RAMA SYNTHETICS (INDIA) LTD.
20th Floor, DLF Square,
DLF Phase-2, NH-8,
Gurugram-122002, Haryana, India.**