

**Form No. MGT-12****Ballot Paper**

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company :	Hindustan Composites Limited
CIN :	L29120MH1964PLC012955
Registered Office :	“Peninsula Business Park, Tower A, 8 th Floor, Senapati Bapat Marg, Lower Parel, Mumbai – 400013

POSTAL BALLOT FORM

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

Serial No.:

Sr. No.	Particulars	Details
1.	Name of the First Named Shareholder / Beneficial Owner (IN BLOCK LETTERS)	
2.	Postal address	
3.	Name(s) of Joint holder(s) / Beneficial Owner(s), if any	
4.	Registered Folio No./ *DP ID & CLIENT ID (*Applicable to investors holding shares in dematerialized form)	
5.	Class of Shares	Equity Shares of Rs. 5/- each
6.	Number of Equity Share(s) held	

I/We hereby exercise my/our vote in respect of Special Resolution enumerated below by recording my/our assent or dissent to the said resolution in the following manner:

Sr.No	Items	No. of share(s) held	Votes exercised	
			I/We assent to the resolution	I/We dissent from the resolution
Special Business:				
1.	Approval for sale of Friction Business Undertaking under Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 on slump sale basis.			
Place : Date :				
(Signature of the Shareholder/ Beneficial Owner/ Authorized Representative)				

Note:

- (i) Please return duly filled and signed postal ballot form in the self-addressed, postage stamp affixed reply envelope enclosed herewith.
- (ii) Postal Ballot Form duly completed should reach the Scrutinizer not later than 5:00 P.M. on Saturday, 8th August, 2026.

ELECTRONIC VOTING PARTICULARS

EVEN (E-voting Event Number)	User ID	Password
140150		

INSTRUCTIONS FOR VOTING IN PHYSICAL FORM

1. 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. Tuesday, 30th June, 2026.
2. A member need not use all his/her/its votes in the same manner.
3. The decision of the Scrutinizer will be final regarding the validity and results of the ballot.
4. A Member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form and send it to the Scrutinizer, CS Manish Baldeva, Proprietor of M/s. M Baldeva Associates, Company Secretaries, Mumbai in the enclosed self-addressed, postage stamp affixed reply envelope. Since postage is already paid by the Company, the members need not affix the postage stamp. However, envelope containing Postal Ballot Form, if sent by courier or hand delivered at the expense of the Member, will also be accepted. The self-addressed postage stamp affixed reply envelope bears the name and postal address of the Scrutinizer appointed by the Board of Directors of the Company.
5. The voting period will commence on Friday, 10th July, 2026, at 9.00 A.M. (IST) and will end on Saturday, 8th August, 2026 at 5.00 P.M. (IST). Postal Ballot Form duly completed should reach the Scrutinizer not later than 5:00 P.M. on Saturday, 8th August, 2026. Postal Ballot Form received after this time and date will be strictly treated as if reply from such Member has not been received and the same will not be considered for the purpose of postal ballot.
6. Voting through Postal Ballot cannot be exercised by proxies. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company/RTA/Depository Participant) by the first named Member and in his/her absence, by the next named Member.
7. Unsigned, incomplete, improperly or incorrectly tick marked Postal Ballot Forms will be rejected. The Postal Ballot Forms will also be rejected if they are torn, defaced or mutilated to an extent which makes it difficult for the scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified with the available records.
8. Members are requested to fill the Postal Ballot Form in indelible ink and not by any erasable writing mode.
9. There will be one Postal Ballot Form for every Folio/ Client ID irrespective of the number of joint holder(s).
10. In respect of shares held by corporate and institutional members (companies, trusts, societies etc.) the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution /appropriate authorization with the specimen signature(s) of the authorized signatory(ies) duly attested.
11. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast as per the tick mark placed by the member in the respective column.
12. Members are requested not to send any extraneous paper along with the Postal Ballot Form in the enclosed self-addressed postage stamp affixed reply envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would not be taken cognizance of and shall be destroyed by the Scrutinizer.
13. A Postal Ballot Form which is otherwise complete in all respects and is lodged within the date and time specified in Point 5 above but is undated shall be considered valid.
14. A member may request for a duplicate postal ballot form, if so required. However, the duly completed postal ballot form should reach the Scrutinizer not later than the date and time specified in Point 5 above.
15. The resolution, where assented to by the requisite majority of the shareholders by means of postal ballot (which shall also include the results of remote e-voting), will be deemed to have been duly adopted at a general meeting convened in that behalf and the same shall be considered having been passed on Saturday, 8th August, 2026.
16. Notwithstanding anything mentioned elsewhere under these instructions, a postal ballot form shall be considered invalid if :-
 - a) A form other than one issued by the Company has been used;
 - b) It has not been signed by or on behalf of the shareholder;
 - c) Signature on the postal ballot form doesn't match the specimen signatures with the Company;
 - d) It is not possible to determine without any doubt the assent or dissent of the shareholder;
 - e) Neither assent nor dissent is mentioned;
 - f) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the shareholder;
 - g) The envelope containing the postal ballot form is received after the last date prescribed;
 - h) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - i) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and
 - j) The Shareholder has made any amendment to the resolution or imposed any condition while exercising his vote.
17. The Company is pleased to provide Electronic Voting (hereinafter referred as "remote e-voting") facility to its members, to enable them to cast their votes electronically. The Company has engaged services of National Securities Depository Limited (NSDL) to provide e-voting facility to its members. In case a member votes through remote e-voting facility, he/she/it is not required to send physical Postal Ballot Form and vice versa. In case a member casts his vote through remote e-voting and physical Postal Ballot Form both, the vote cast through remote e-voting facility shall only be considered and the voting through physical Postal Ballot Form shall not be considered by the Scrutinizer and will be treated as invalid.
18. In case of any query/ grievances connected with the voting in relation to the Resolution proposed to be passed may be addressed to Mr. Arvind Purohit, Company Secretary & Compliance Officer, Hindustan Composites Ltd., Peninsula Business Park, 'A' Tower, 8th Floor, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, Phone : (022) 6688 0100, email: investor@hindcompo.com.