



DUNCAN ENGINEERING LIMITED

CIN: L28991PN1961PLC139151

Registered Office: F-33, Ranjangaon MIDC, Karegaon, Tal- Shirur, Pune-412209

Phone: +91 2138 660-066 Fax: +91 2138 660-067

Email: complianceofficer@duncanengg.com ; Website: www.duncanengg.com;

POSTAL BALLOT FORM

(Please read the instructions before filling this form)

Sr.No.:

1. Name and Registered address of the sole/first named shareholder :
2. Name(s) of the joint holder(s), if any :
3. Registered Folio No./ DP Id / Client Id No. :
4. No. of shares held :

I/ We hereby exercise my/ our vote in respect of the Special Business to be passed through Postal Ballot /e-voting by sending my / our assent/ dissent to the said Resolutions by placing the tick mark (✓) at the appropriate boxes below:

Item No.	Description	No. of shares for which votes cast	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1	Special Resolution : Continuation of Mr. Brij Behari Tandon (holding DIN 00740511), as Non Executive Independent Director of the Company pursuant to Regulation 17 (1A) of the SEBI Listing Obligation & Disclosure Requirements) (Amendment) Regulations, 2018			
2	Special Resolution : Continuation of Mr. Om Prakash Dubey (holding DIN 00228441), as Non Executive Independent Director of the Company pursuant to Regulation 17 (1A) of the SEBI Listing Obligation & Disclosure Requirements) (Amendment) Regulations, 2018			

Place:

Date:

(Signature of the Member)

ELECTRONIC VOTING PARTICULARS

The e-voting facility is available at the link <https://www.evoting.nsdl.com/>.The e -voting particulars are set out below:

EVEN (e-voting Event Number)	USER ID	PASSWORD
110378		

INSTRUCTIONS

1. A Member may vote through the Postal Ballot or alternatively may vote electronically. In case a Member exercises the voting rights electronically then there is no need to use this form. For e-Voting Instructions please refer the Notice of the Postal Ballot.
2. For the Resolutions, Explanatory Statements and Notes please refer the Notice of the Postal Ballot.
3. The Board of Directors of the Company have appointed Ms. Shaswati Vaishnav (Vaishnav Associates), Practicing Company Secretary (ACS 11392, CP 8675) as scrutinizer for conducting Postal Ballot & E-voting in a fair and transparent manner and they have communicated their willingness to be appointed and be available for this purpose.
4. A Member desirous of exercising his / her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer, Ms. Shaswati Vaishnav(Vaishnav Associates), Practicing Company Secretary in the enclosed self-addressed postage pre-paid Business Reply Envelope(if posted from India). Postage will be borne by the Company. However, any envelope containing Postal Ballot if sent by courier / any other mode or through post by using any other envelope to c/o. Link Intime India Limited at C-13, Pannalal Silk Mills Compound, L.B.S.Marg, Bhandup (West), Mumbai 400078, India before 5.00 p.m Tuesday,12th March 2019 at the expense of the member will be accepted. All Postal Ballot Forms received after this time and date will strictly be treated as if reply from the members has not been received.
5. The self addressed envelope bears the address of the scrutinizer i.e. Ms. Shaswati Vaishnav, Vaishnav Associates, Scrutinizer, Link Intime India Private Limited Unit: Duncan Engineering Limited, C-101, 247 Park, LBS Marg, Vikroli (West), Mumbai- 400 083
6. In compliance with the provisions of section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 and any amendments thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended from time to time, the Members are informed that the Company is offering 'e-voting' facility as an alternative mode of voting which will enable the members to cast their votes electronically. The e-voting period commences from 9.00 a.m. (IST) Monday, 11th February, 2019 to 5.00 p.m. (IST) Tuesday, 12th March, 2019. During this period, Members holding shares either in physical form or in dematerialized form, as on 1st February 2019 i.e. Cut-off date, may cast their vote electronically.
7. This form must be completed and signed by the Member. In case of joint holding, this form must be completed and signed (as per specimen signatures registered with the Company/ Depository Participant) by the first named Member and in his absence, by the next named joint holder. A Power of attorney (PoA) may vote on behalf of a Member, enclosing a copy of a PoA duly attested by the Notary Public.
8. Institutional Members are required to send a scanned copy of relevant Board Resolution / Power of Attorney together with attested specimen signature of the duly authorized signatory/ies who are authorized to vote, to the scrutinizer at shaswati.vaishnav@gmail.com with a copy marked to evoting@nsdl.co.in.
9. In case of shares held by Companies, Trusts, Societies, etc, the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution together with the specimen signature(s) of the duly authorized signatories.
10. The Postal ballot shall not be exercised by a proxy.
11. Voting rights shall be reckoned on the paid up capital of the shares registered in the name of the member as on cut off date i.e. 1st February 2019.
12. There will be one Postal Ballot Form for every folio/ DP Id and Client Id irrespective of number of joint holders.
13. Members are requested to convey their assent / dissent in this postal ballot form by placing the tick mark (✓) at the appropriate box. A member need not cast all the votes in the same way. The assent or dissent received in any other form or photography of the Postal Ballot Form shall be considered invalid.
14. A member may request for a duplicate physical Postal Ballot Form, if so required, by sending an email to complianceofficer@duncanengg.com mentioning his or her registered Folio No. / DP Id and Client Id.
15. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.
16. The Members are requested not send any other paper along with the Postal Ballot Forms in the enclosed self addressed postal pre-paid envelope in as much as all such envelopes will be sent to the scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.