

KAYA LIMITED

CIN: L85190MH2003PLC139763

Reg. Office: 23/C, Mahal Industrial Estate, Mahakali Caves Road,
Near Paperbox Lane, Andheri (East), Mumbai – 400093.

Tel: 022-6619 5000, **Fax No.** 022-6619 5050

Website: www.kaya.in **Email:** investorrelations@kayaindia.net

BALLOT PAPER

(in lieu of E-voting)

Name of the Member(s):	
Folio No. /DP ID & Client ID*	
No. of shares held	

* Applicable in case shares are held in electronic form.

I/We hereby exercise my/our vote in respect of the Ordinary Resolution(s)/ Special Resolution(s) as stated in the Notice convening the 13th Annual General Meeting of the Company scheduled on Thursday, August 4, 2016 by conveying my/ our assent or dissent to the said resolution(s) by placing the tick (v) mark at the appropriate box below.

Particulars		For	Against
Ordinary Business			
1.	Adoption of audited financial statements including audited consolidated financial statements of the Company for the year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.		
2.	Appointment of Mr. Rajen Mariwala, Director retiring by rotation and seeking re-appointment.		
3.	Appointment of M/s. Price Waterhouse, Chartered Accountants as the Statutory Auditors and fixing their remuneration.		
Special Business			
4.	Re - Appointment of Mr. Harsh Mariwala as the Chairman and Managing Director of the Company		
5.	Kaya Employee Stock Option Plan, 2016 for employees of the Company		
6.	Kaya Employee Stock Option Plan, 2016 for employees of the Subsidiaries of the Company		

Place:

Date:

Signature of shareholder

NOTE: Kindly read the instructions printed overleaf before filling the form. Only valid ballot forms received by the scrutinizer by 5.00 p.m. on Wednesday, August 3, 2016 shall be considered.

INSTRUCTIONS

1. Members who do not have access to remote e-voting facility may send their votes using Ballot form available on the website of the Company, so as to reach the Scrutinizer not later than Wednesday, August 3, 2016 (5.00 p.m. IST).
2. The Ballot Form shall also be made available to such members upon a request made in writing to the Company at its registered office or by sending an e-mail at investorrelations@kayaindia.net or to the Registrar and Transfer Agents at rnt.helpdesk@linkintime.co.in by mentioning their Folio No./DP ID and Client ID No.
3. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
4. Ballot forms received after Wednesday, August 3, 2016 (5.00 p.m. IST) will not be considered.
5. The members are requested to send valid Ballot Forms addressed to:
M/s. Amita Desai, Practicing Company Secretary,
Unit: Kaya Limited
C/o. Link Intime India Private Limited,
C-13, Pannalal Silk Mills Compound, LBS Marg,
Bhandup (West),
Mumbai – 400 078
6. A facility for voting by Poll or otherwise will also be made available at the AGM to the Members attending the AGM who have not already cast their votes by remote e-voting or Ballot Form prior to the AGM. The members who have cast their vote by remote e-voting or Ballot Form prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
7. Voting Rights shall be reckoned on the paid-up value of equity shares registered in the name of the Members as on cut-off date i.e., Friday, July 29, 2016. A person whose name is recorded in the register of members or in the register of beneficial owners (in case of electronic shareholding) maintained by the depositories as on the cut-off date, i.e., Friday, July 29, 2016 only shall be entitled to avail the facility of remote e-voting/ Ballot paper voting/ voting facility provided at the AGM.
8. Any person becoming member of the Company after the dispatch of the Notice of the AGM and holding shares as on the cut-off date, i.e., Friday, July 29, 2016 shall be entitled to vote by remote e-voting/ Ballot paper voting/ voting facility provided at the AGM.
9. A member can opt for only one mode of voting i.e., either through remote e-voting or by Ballot voting or by voting facility provided at the AGM. If a member casts votes by more than one mode, then voting done through e-voting shall prevail and voting through Ballot/ voting facility at the AGM shall be not be considered.

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