

**SPAN DIAGNOSTICS LIMITED**

CIN: L24299GJ1980PLC003710

Registered Office: 9<sup>th</sup> Floor, 902 - 904, Rajhans Bonista, Behind Ram Chowk Temple, Ghod Dod Road, Surat – 395 007

Tel No.: 0261 - 2663232 Email: secretarial@span.co.in; Website: www.span.co.in

**POSTAL BALLOT FORM**

Sr. No.:.....

Name and Registered Address of the Sole / First named shareholder	
Name(s) of the Joint Holder(s), if any, (in BLOCK LETTER)	
Registered folio No. / *Client ID No. #(Applicable if shareholder holding shares in Physical Form) (*Applicable to investors holding shares in dematerialized form)	
Number of Share held	

I / We hereby exercise my / our vote in respect of the following Special Resolution to be passed through Postal Ballot for the business stated in the notice dated **June 30, 2015** of the Company by sending my/our assent (FOR) or dissent (AGAINST) to the said resolution by placing the tick (v) mark at the appropriate box below. (A tick (v) mark shall be placed in relevant box)

Sr. No	Description	No. of Shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution for change in Object Clause of the Memorandum of Association of the Company			
2.	Special Resolution for Change of Name of the Company			
3.	Special Resolution for adoption of New Sets of Articles of Association as per Companies Act, 2013			
4.	Special Resolution pursuant to the provisions of Section 68, 69 & 70 of the Companies Act, 2013 as amended for the Buy Back of equity shares of the Company.			

Place:

Date:

\_\_\_\_\_  
Signature of Member

**Note:** Please read instructions printed overleaf carefully before exercising your vote and for e-voting, please refer the procedure and instructions for e-voting given on page no. 8 in the notice attached herewith.

Following Particulars to be used only in case Member opts for e-voting

**ELECTRONIC VOTING PARTICULARS**

(Electronic Voting Sequence Number) EVSN	PAN/SEQUENCE NO.

\* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN field.

**The e-voting facility will be available during the following voting period:**

<b>Commencement of e-voting</b>	<b>End of e-voting</b>
July 7, 2015 at 9.00 Hours	August 5, 2015 at 17.00 Hours

**INSTRUCTIONS**

- 1 A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage-prepaid self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier / speed post at the expense of the Member, will also be accepted.
- 2 Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
- 3 Members can opt for only one mode of voting i.e. either by Postal Ballot or through 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.
- 4 The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
- 5 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) by the first-named Member and in his / her absence, by the next-named Member.
- 6 Consent must be accorded by placing a tick mark [✓] in the column 'I assent to the resolution' or dissent must be accorded by placing a tick mark [✓] in the column 'I dissent to the resolution'
- 7 The votes of a Member will be considered invalid on any of the following grounds:
  - a. if the Postal Ballot Forms are unsigned, incomplete or incorrectly filled;
  - b. if the Member's signature does not tally;
  - c. 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' exceed the total number of shares held;
  - 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 whether the votes are for 'Assent' or 'Dissent', or it is difficult to verify the signature, or one or more of the above grounds
- 8 Duly completed Postal Ballot Forms should reach the Scrutinizer on or before **August 5, 2015**. If any Postal Ballot Form is received after this date, it will be considered that no reply from the concerned Member has been received
- 9 A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in Item (7) above.
- 10 In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Power of Attorney / attested specimen signatures etc. In case of electronic voting, documents such as the certified true copy of Board Resolution / Power of Attorney, along with attested specimen signatures, should be mailed to the Scrutinizer at [evoting@span.co.in](mailto:evoting@span.co.in), with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), or deposited at the registered office of the Company.
- 11 Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid envelopes in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
- 12 A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
- 13 Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Member on the relevant date, i.e. **June 30, 2015**.
- 14 The Scrutinizer's decision on the validity of the postal ballot shall be final.
- 15 Only a Member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as an intimation only