

## SPECIALITY RESTAURANTS LIMITED

**Registered Office :** Uniworth House, 3A, Gurusaday Road, Kolkata 700019.

**Corp. Office :** Morya Landmark I, 4th Floor, B/25, Veera Industrial Estate,

Off. New Link Road, Andheri West, Mumbai- 400053.

Corporate Identity Number :- L55101WB1999PLC090672 • Website: www.speciality.co.in Email: corporate@speciality.co.in

### BALLOT FORM

| Sr. No. | Particulars  | Details  |
|---------|--|--|
| 1       | Name of the First Named Shareholder (in Block Letters)   |  |
| 2       | Postal Address   |  |
| 3       | Registered folio No/**Client ID No. (*Applicable to investors holding shares in dematerialised form) |  |
| 4       | Class of Share   |  |
| 5       | EVSN (e-voting EVSN Number)  |  |
| 6       | User ID & Password   | (i) If you are registered with CDSL on e-voting system, please use your existing user ID and password.<br>(ii) If you are a first time user follow the steps given in Note Nos. 16 (A) (i) to (xvi) of the AGM Notice<br>(iii) If your PAN is not registered with the Company / Depository use Default PAN No. |

I / We hereby exercise my / our vote in respect of Ordinary/Special Resolutions set out in the Notice of the Sixteenth Annual General Meeting of the Company to be held on Wednesday, August 26, 2015, at 11.00 a.m. at Kala Mandir, 46, Shakespeare Sarani, Kolkata-700017 and at any adjournment thereof, by sending my / our assent or dissent to the said Resolutions by placing the tick ( ✓ ) mark at the appropriate box below:

| Item No. | Resolution   | Type of Resolution | No. of Shares held | I assent to the Resolution | I dissent from the Resolution |
|----------|--|--------------------|--------------------|----------------------------|-------------------------------|
| 1.       | Adoption of the Audited Statement of Profit and Loss for the financial year ended March 31, 2015, the Audited Balance Sheet as at and for the financial year ended March 31, 2015, the Report of the Board of Directors of the Company and Auditors' Report for the financial year ended March 31, 2015.   | Ordinary           |                    |                            |                               |
| 2.       | Declaration of dividend on equity shares of face value of ₹ 10 each for the financial year ended March 31, 2015.   | Ordinary           |                    |                            |                               |
| 3.       | Ratification of the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Registration No. 117366W/W-100018) as the statutory auditors of the Company in this Annual General Meeting (16th AGM) to hold the office till the conclusion of the next Annual General Meeting.  | Ordinary           |                    |                            |                               |
| 4.       | To accord consent for the approval of the remuneration received by Mr. Anjan Chatterjee (DIN: 00200443) who is a managerial personnel in more than one Company in excess of the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013 during the financial year 2014-15 and for modification of the terms and conditions of remuneration of Mr. Anjan Chatterjee, Managing Director with effect from 1st April, 2015. | Special            |                    |                            |                               |
| 5.       | To accord consent for the re-appointment of Mrs. Suchhanda Chatterjee (DIN: 00226893) as Whole-time Director of the Company (designated as Director-Interior & Design), liable to retire by rotation, for a term of three years with effect from July 1, 2015 on such remuneration as approved by the Board of Directors and Nomination and Remuneration Committee.  | Special            |                    |                            |                               |
| 6.       | To accord consent for the re-appointment of Mr. Indranil Chatterjee (DIN: 00200577) as Whole-time Director of the Company (designated as Director-Commercial Operations), liable to retire by rotation, for a term of three years with effect from July 1, 2015 on such remuneration as approved by the Board of Directors and Nomination and Remuneration Committee.  | Special            |                    |                            |                               |

Place: \_\_\_\_\_

Date: \_\_\_\_\_

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

**Note:** Please read the instructions carefully before exercising your vote.

## INSTRUCTIONS FOR FILLING BALLOT FORM

- (i) This Ballot Form is provided for the benefit of Members who do not have access to remote e-voting facility.
- (ii) A Member can opt for only one mode of voting i.e. either through remote e-voting or by Ballot.
- (iii) For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
- (iv) A Member desiring to exercise vote by Ballot may complete this Ballot Form and send it to the Scrutinizer in the attached self-addressed pre-paid postage Business Reply Envelope. Postage charges will be borne and paid by the Company. However, envelope containing Ballot Form(s), if deposited in person or sent by courier or registered/speed post at the expense of the Member will also be accepted.
- (v) This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the First named member and in his/her absence, by the next named Member.
- (vi) Votes should be cast in case of each resolution, either in favour or against by putting the tick ( $\sqrt{\quad}$ ) mark in the column provided in the Ballot.
- (vii) Duly completed Ballot Form should reach the Scrutinizer on or before Tuesday, August 25, 2015 (5 p.m.). All Ballot Forms received after this date will be strictly treated as if reply from such Member(s) has not been received.
- (viii) There will be only one Ballot Form for every folio irrespective of the number of joint holder(s). Ballot cannot be exercised by a proxy.
- (ix) In case of shares held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by relevant Board Resolution/Authority Letter duly certified/attested by authorised signatory/(ies).
- (x) Members are requested not to send any other paper alongwith the Ballot Form in the enclosed self-addressed pre-paid postage Business Reply Envelope, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be liable to acknowledge or act on the same.
- (xi) A Member need not use all the votes or cast all the votes in the same way. The voting rights of the Members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on August 19, 2015 and as per the Register of Members of the Company.
- (xii) Incomplete, unsigned or incorrect Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Ballot will be final and binding on the concerned Member and the Company.
- (xiii) The Company is also offering remote e-voting facility as an alternate, for all its Members to enable them to cast their votes electronically instead of using the Ballot Form. The detailed procedure for remote e-voting has been enumerated in the Notes to the Notice dated May 27, 2015 convening the Sixteenth Annual General Meeting of the Members of the Company.