

FAG Bearings India Limited

CIN : L29130MH1962PLC012340

Regd. Office : Nariman Bhavan, 8th Floor, 227 Backbay Reclamation, Nariman Point, Mumbai – 400 021.

Corporate office : Post Maneja, Vadodara – 390 013. Phone : 0265-6602000.

E-mail : raj.sarraf@schaeffler.com Website : www.schaeffler.co.in**POSTAL BALLOT FORM****Postal Ballot Form No.**

1	Name & Registered Address of the Sole/first-named Shareholder in BLOCK LETTERS	
2	Name (s) of Joint Holders (if any)	
3	Registered Folio No. /DP ID No./ Client ID No.>(*Applicable to investors holding Equity Shares in dematerialized form)	
4	Number of Equity Shares held	

I / We, hereby exercise my / our vote in respect of the following 'Special Resolution(s)' to be passed through Postal Ballot for the Special Business stated in the Notice dated May 4, 2017 of FAG Bearings India Limited (the "Company") by sending my /our assent (**FOR**) or dissent (**AGAINST**) to the said resolutions by placing the tick mark (✓) at the appropriate column below:

Item No.	Description of the Resolution	No. of Equity Share(s) held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Approval for change of name of the Company from 'FAG Bearings India Limited' to "Schaeffler India Limited' with consequential alteration to Memorandum of Association and Articles of Association of the Company			
2.	Approval on adoption of new set of 'Articles of Association'.			

Place:

Date:

(Signature of Member as per registered specimen)

ELECTRONIC VOTING PARTICULARS

EVSN (E-Voting Sequence Number)	User ID	Password
170510003	{ Folio / DPID & CLID }	{ Seq No }

NOTE:

- 1) Please read the instructions printed overleaf and in the notice of the postal ballot carefully before exercising your vote.
- 2) Last date for receipt of Postal Ballot Form by the Scrutinizer: Saturday, June 17 2017 (5:00 PM IST).
- 3) If the voting rights are exercised by e-voting, this form need not be used.

INSTRUCTIONS FOR VOTING THROUGH POSTAL BALLOT FORM

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed to the Notice of Postal Ballot.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014, the assent or dissent, of the Members in respect of the Resolutions contained in the Postal Ballot Notice dated May 4, 2017, will be determined through Postal Ballot including facility of e-voting through CDSL platform.
3. The Board of Directors of the Company has appointed Mr. Suresh Kabra, Practicing Company Secretary as the Scrutinizer for the purpose of conducting business through Postal Ballot.
4. A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it directly to the Scrutinizer in the attached postage-prepaid self-addressed Business Reply Envelope. No postage is required to be paid by the Shareholder as the postage-prepaid self-addressed Business Reply Envelope is enclosed. Envelope containing Postal Ballots Forms, if deposited with the Company in person or, if sent by courier/ registered post at the expense of the registered Shareholder, shall also be accepted by the Company.
5. Assent or dissent on the resolutions must be recorded by placing a tick mark ("√") in the appropriate column. Postal Ballot Form bearing tick mark ("√") in both the column will render the form invalid.
6. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Member on the cut-off date Friday, May 5, 2017.
7. Any incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed Postal Ballot Form will be rejected. The Postal Ballot signed other than registered shareholder shall not be considered as valid.
8. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours 5:00 P.M. on Saturday, June 17, 2017. Postal Ballot Forms received thereafter will be strictly treated as if reply from such member has not been received.
9. A Member who have not received Postal Ballot Form, may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should be reach the Scrutinizer not later than the date and time specified in instruction no. 8 above.
10. This form should be completed and signed by the member as per the specimen signatures registered with the Company. In case of joint holdings, this form should be completed and signed (as per the Specimen Signature registered with the Company) by first named Shareholder and in his absence, by the next named joint holder.
11. In case of shares held by Companies, Trust, Societies etc., duly completed Postal Ballot Form must be accompanied by a certified copy of the Board Resolution / Power of Attorney / Authority Letter containing specimen signatures of the authorised person exercising the voting rights.
12. If any extraneous paper is found in such envelop the same would not be considered by the Scrutinizer and would be destroyed.
13. There will be one Postal Ballot Form for every Folio/Client ID irrespective of the number of joint holders.
14. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
15. The Scrutinizer shall submit his report to the Chairman or Managing Director or the Company Secretary of the Company after completion of the scrutiny of the postal ballots including votes casted electronically. The result of the voting on the resolutions will be announced on or before Monday, June 19, 2017 and communicated to the stock exchanges and shall also be posted on the website of the Company at (www.schaeffler.co.in)

E-VOTING – Please note that e-voting is entirely optional for the shareholder(s) and that the shareholder(s) can opt only for one mode of voting. If a shareholder has opted for e-voting, then he/she/it should not vote by postal ballot and vice-versa. However, in case shareholder(s) cast their vote both via physical ballot and e-voting, then voting through physical ballot shall prevail and voting done by e-voting shall be treated as invalid, notwithstanding whichever option is exercised first.