

Galaxy Consolidated Financial Limited

CIN: L65910GJ1985PLC007784

Regd. Office: Shree Commercial, Dr. Yagnik Road, Rajkot – 360001

Last Date for Receipt of Postal Ballot Form
Saturday, January 21, 2017 before 5.00 p.m.

POSTAL BALLOT FORM

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| Name (s) of the member(s) (in letters) (including joint holders, if any) | |
| Registered Address of the Sole/First named member/beneficial owner | |
| Registered Folio No/ DP ID*/ Client ID No.* | |
| No. of equity shares held | |

*Applicable to investors holding shares in demat form

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through postal ballot for the business stated in the notice of Postal Ballot dated December 14, 2016 by sending my/our assent or dissent to the said resolution by placing the tick mark (√) at the appropriate box below :

| Sr. No. | Description | No. of Shares | I/We assent to the Resolution (For) | I/We dissent to the Resolution (Against) |
|---------|---|---------------|-------------------------------------|--|
| 1. | To approve Borrowing limits under Section 180 (1) (c) of the Companies Act, 2013 | | | |
| 2. | To sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of such undertakings | | | |
| 3. | Power under Section 186 of the Companies Act, 2013 | | | |
| 4. | Change of Registered Office of the Company from Rajkot (Gujarat) to Ahmedabad (Gujarat) | | | |
| 5. | Alteration in the Object Clause of the Memorandum of Association of the Company | | | |

Place:

Date:

Signature of Sole/ Joint Shareholder(s)

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

IMPORTANT INSTRUCTIONS

1. The voting rights for the shares are one vote per equity share which is fully paid, registered, in the name of the shareholders as on Friday, December 9, 2016.
2. Voting by Postal Ballot can be exercised only by the shareholder or his/her duly constituted attorney or, in case of bodies corporate, the duly authorized person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
3. Voting period commences on Friday, December 23, 2016 at 09:00 a.m. and ends on Saturday, January 21, 2017 at 05:00 p.m.
4. The result of the postal ballot would be announced by the Director of the Company on Monday, January 23, 2017 at 06:00 p.m. and displayed on the Notice Board of the Company at its Registered Office besides being communicated to the Stock Exchanges.
5. A member need not use all his/her votes.
6. The Scrutinizer's decision on the validity of a Postal Ballot shall be final.
7. Any queries/grievances pertaining to voting by postal ballot can be addressed to Mr. Gautam Chauhan, CFO of the Company, at Shree Commercial, Dr. Yagnik Road, Rajkot - 360 001 or by sending an email at investor.galaxyconsolidated@gmail.com

Instructions for Voting by Physical Postal Ballot Form

1. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed postage pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier at the expense of the Member but using the postage pre-paid envelope will also be accepted. Members are requested to convey their assent or dissent in this postal ballot form only. The assent or dissent received in any other form or manner shall be considered as invalid.
2. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
3. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Company. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered/recorded with the Company) by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration No. of the POA or enclosing an attested copy of POA. Unsigned Postal Ballot Form will be rejected.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 05:00 p.m. on Saturday, January 21, 2017. Postal Ballot Forms received after the aforesaid date and time will be strictly treated as if reply from such member has not been received. The Members are requested to send the duly completed Postal Ballot Forms well before the last date, providing sufficient time for postal transit.
5. 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/ Authority and with attested specimen signature(s) of the duly authorized signatories giving requisite authority to the person voting on the Postal Ballot Form. Where the form has been signed by a representative of the President of India or of the Governor of a state, a certified copy of the nomination should accompany the Postal Ballot Form.
6. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast as per the tick mark placed by the shareholder in the respective column.
7. Shareholders are requested not to send any paper (other than the resolution/authority as mentioned under instruction no. 5 above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
8. There will be only one Postal Ballot Form for every folio irrespective of the number of Joint Member(s).
9. A member may request for a duplicate Postal Ballot Form, if so required and the same duly completed should reach the scrutinizer not later than the last date for voting.
10. Postal Ballot Forms with following deficiencies will be rejected.
 - i. A form other than one issued by the company has been used;
 - ii. It has not been signed by or on behalf of the Member;
 - iii. Signature on the postal ballot form doesn't match the specimen signatures with the Company;
 - iv. It is not possible to determine without any doubt the assent or dissent of the Member;
 - v. Neither assent nor dissent is mentioned;
 - vi. Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
 - vii. The envelope containing the postal ballot form is received after the last date prescribed;
 - viii. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - ix. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - x. Member has made any amendment to the Resolution or imposed any condition while exercising his vote;
11. Postal Ballot Form is received after the aforesaid stipulated period shall not be counted for the purposes of passing of the resolution.