



(formerly known as HT Digital Ventures Limited)

CIN: L74999DL2017PLC322147

Registered Office: Hindustan Times House (2nd Floor), 18-20, Kasturba Gandhi Marg, New Delhi- 110 001

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POSTAL BALLOT FORM

(To be returned to the Scrutinizer appointed by the Company)

Serial No. : BALNO

- 1. Name of Member (IN BLOCK LETTERS) & Registered address of the sole/first named Member/beneficial owner : HOLDER
HOLDER_ADD
HOLDER_AD1
HOLDER_AD2
HOLDER_AD3
PIN : HOLDER_PIN
- 2. Name(s) of the Joint Shareholder(s), if any : SECOND
THIRD
- 3. Registered Folio No./DP ID No./Client ID No.* : DPID / HOLDER_FOL
(*Applicable to members holding shares in dematerialized form)
- 4. Number of equity share(s)held : TOTAL_SHAR

I/We hereby exercise my/our vote in respect of the Ordinary Resolution to be passed by the Members through Postal Ballot for the business stated in the Postal Ballot Notice dated August 19, 2019, by conveying/sending my/our assent (FOR) or dissent (AGAINST) to the said Ordinary Resolution by placing a tick mark (✓) at the appropriate box below:

Description of Resolution	No. of equity shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Ordinary Resolution Appointment of B S R and Associates, Chartered Accountant, (Firm Registration No. 128901W) as Statutory Auditor in casual vacancy.			

Place :
Date :

(Signature of Member)

PARTICULARS FOR E-VOTING

EVEN (E-voting Event Number)	USER ID	PASSWORD
EVENT_NO	USER_ID	PWD

Note: Please read the instructions printed overleaf and the Postal Ballot Notice dated August 19, 2019 carefully, before exercising your vote.

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

Commencement of e-voting	End of e-voting
From 9.00 a.m. (Server time) on August 24, 2019 (Saturday)	Upto 5.00 p.m. (Server time) on September 22, 2019 (Sunday)

INSTRUCTIONS

1. A Member desiring to exercise vote by physical Postal Ballot, may complete this Form and send it to the Scrutinizer in the enclosed self-addressed Business Reply Envelope which bears the name and postal address of the Scrutinizer appointed by the Board of Directors of the Company. Postage will be borne and paid by Digicontent Limited (the "Company"). However, envelope containing Postal Ballot Form, if deposited in person or sent by courier or registered post at the expense of the Member will also be accepted.
2. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company/RTA or Depository Participants for shares held in physical and dematerialized form, respectively). 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.
3. Members are requested to fill the Postal Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil. The votes of a Member will be considered invalid on any of the following grounds:
 - a. if the Postal Ballot form has not been signed by or on behalf of the Member;
 - 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' exceeds total number of Shares held;
 - d. if the Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
 - e. if the Postal Ballot Form is incomplete or incorrectly filled;
 - f. 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 if the signature could not be verified, or one or more of the above grounds; and
 - g. if the form other than the one issued by the Company is used.
4. The right of voting by Postal Ballot Form shall not be exercised by a Proxy.
5. **Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5.00 p.m., Sunday, September 22, 2019.** All Postal Ballot Forms received after this date, will be strictly treated as if reply from such Member has not been received.
6. A Member may request for a duplicate Postal Ballot Form by writing email to evoting@karvy.com. However, the duly completed Form should reach the Scrutinizer not later than the date specified under instruction No. 5 above.
7. There will be only one Postal Ballot Form for every Folio/DP ID Client ID irrespective of the number of joint Shareholder(s). **Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Members / list of beneficial owners as on the Cut-off date i.e. August 16, 2019.**
8. Physical Postal Ballot Form signed in a representative capacity must be accompanied by the requisite certified copy of Board Resolution / Power of Attorney/ Authority Letter etc. together with duly attested specimen signature(s) of the authorized signatory(ies). If the same is /are already registered with the Company, please quote the registration number.
9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid Business Reply Envelope. Any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company will not be able to act on the same.
10. Members have option to vote either through e-voting as per "Procedure and instruction for e-voting" provided in the Notice sent herewith or through Postal Ballot Form. If a Member has opted for e-voting, then he/she should not vote by Postal Ballot Form also and vice-versa. However, in case a Member cast his/her vote via both Postal Ballot and e-voting, then voting through e-voting shall prevail and voting done by Postal Ballot shall be treated as invalid.
11. Scrutinizer's decision on the validity of the Postal Ballot Form and any other related matter shall be final and binding.
12. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark in the appropriate box.
13. The Company will not be responsible if the envelope containing the Ballot form is lost in transit.