



Weizmann Forex Limited

(CIN: L65990MH1985PLC037697)

Regd Off: Empire House, 214, Dr. D. N. Road, Ent. A. K. Nayak Marg, Fort, Mumbai – 400 001

Tel Nos. 22071501 (6 Lines), Fax: 22071514, Website : www.weizmannforex.com

Email: investorsgrievance@weizmannforex.com

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013)

To

The Members of Weizmann Forex Limited

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 (the “**Act**”) read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) (the “**Rules**”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Secretarial Standard on General Meetings (SS-2) and other applicable laws and regulations, that the Resolution appended below are proposed to be passed by the Members as Special Resolution by way of Postal Ballot in physical/electronic mode by giving their assent / dissent.

A statement pursuant to Section 102 of the Act setting out the material facts and the reasons thereof (the Statement) is annexed hereto along with a Postal Ballot Form, for your consideration. This Notice along with the Statement and the Postal Ballot Form is also available on the website of the Company (www.weizmannforex.com).

In the event the draft Resolutions as set out are assented to by requisite majority of Members by means of a Postal Ballot, they shall be deemed to have been passed as Special Business at General Meeting. Special Resolutions shall be declared as passed if the number of votes cast in their favour are not less than three times the number of votes cast, if any, against the said Resolutions. The date of the announcement of result of Postal Ballot shall be considered to be the date of General Meeting and the date of passing of the said Resolutions.

SPECIAL BUSINESS

1. TO RAISE FUNDS BY ISSUE OF SECURITIES :

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**

“**RESOLVED THAT** pursuant to the provisions of sections 23, 42, 62, 179 and other applicable provisions, if any, of the Companies Act, 2013 along with rules enacted there under (“**Companies Act**”) (including any amendment(s), statutory modification(s) or re-enactment thereof), enabling provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the listing agreements entered into by the Company with the stock exchanges where equity shares of the Company are listed and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended (“**SEBI (ICDR) Regulations**”), Foreign Exchange Management Act, 1999 as amended, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, Issue of Foreign Currency Convertible Bonds (through Depository Receipt Mechanism) Scheme, 1993, as amended from time to time and clarifications issued thereon from time to time and subject to other required rules, regulations, guidelines, notifications and circulars issued by the Securities and Exchange Board of India (“**SEBI**”), the Reserve Bank of India (“**RBI**”), the Government of India (“**GOI**”), the stock exchanges, Department of Industrial Policy & Promotion (“**DIPP**”) and / or any other competent authorities from time to time to the extent applicable, subject to such approvals, permissions, consents and sanctions as may be necessary from SEBI, stock exchanges, RBI, GOI, DIPP and/or any other concerned statutory or other relevant authorities as may be required in this regard and further subject to such terms and conditions or modifications as may be prescribed or imposed by any of them while granting any such approvals, permissions, consents and/or sanctions which may be agreed to by the Board of Directors of the Company (“**Board**” which term shall include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), consent of the Company be and is hereby accorded in its absolute discretion to create, offer, issue and allot equity shares of face value Rs. 10 each (“**Equity Shares**”) and /or Global Depository Receipts (“**GDRs**”) and /or

American Depository Receipts (“**ADRs**”) (together the “**Securities**”) representing either Equity Shares or a combination of the foregoing for an amount not exceeding Rs. 500 Crore (Rupees Five Hundred Crore only), inclusive of permissible green shoe option, for cash and at such premium / discount, as applicable, as the Board deems fit to all eligible investors including but not limited to existing of equity shareholders as on record date, residents and / or non-residents, whether institutions, incorporated bodies, foreign portfolio investors, qualified institutional buyers, banks, mutual funds, insurance companies, pension funds, trusts, stabilizing agents another wise and / or a combination thereof, whether or not such investors are members, promoters, directors or their relatives / associates of the Company, in the course of domestic and / or international offerings through public issue and / or private placement and /or rights issue and / or preferential allotment and / or qualified institutional placement (“**QIP**”) and / or any other permitted modes through prospectus and/or an offer document and / or private placement offer letter and/or such other documents/writings/ circulars / memoranda in such manner, by way of cash at such time or times in such tranche or tranches and on such terms and conditions as may be determined and deemed appropriate by the Board in its absolute discretion at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the merchant banker(s) to be appointed, so as to enable to list on any Stock Exchange in India and / or Luxembourg and /or London and /or New York and /or Singapore and /or Hong Kong and / or any of the Overseas Stock Exchanges as may be permissible.”

“**RESOLVED FURTHER THAT** the Securities issued in foreign markets shall be deemed to have been made abroad and / or in the market and / or at the place of issue of the Securities in the international market and may be governed by the applicable laws.”

“**RESOLVED FURTHER THAT** in the event of issue of GDRs / ADRs, the pricing shall be determined in compliance with principles and provisions set out in the Issue of Foreign Currency Convertible Bonds (through Depository Receipt Mechanism) Scheme, 1993, as amended from time to time and other applicable provisions, as amended from time to time.”

“**RESOLVED FURTHER THAT** in the event the Equity Shares are issued in the course of QIP under Chapter VIII of SEBI (ICDR) Regulations, as amended from time to time, the pricing shall be determined in compliance with principles and provisions set out in the regulation 85 of Chapter VIII of the SEBI (ICDR) Regulations, as amended from time to time. The Company may offer a discount of not more than 5% (Five percent) on the price calculated for the QIP or such other discount as may be permitted under SEBI (ICDR) Regulations.”

“**RESOLVED FURTHER THAT** in the event the Equity Shares are issued under in the course of QIP Chapter VIII of SEBI (ICDR) Regulations, the relevant date for the purpose of the pricing of the Equity Shares shall be the meeting in which the Board decides to open the issue.”

“**RESOLVED FURTHER THAT** in the event the Equity Shares are issued under in the course of QIP, the allotment of Equity Shares, as may be decided by the Board shall be completed within twelve months from the date of shareholder's resolution or such other time as may be allowed under the applicable law from time to time and the Equity Shares shall not be eligible to be sold for a period of one year from the date of allotment, except on a recognised Stock Exchange, or except as may be permitted from time to time under the SEBI (ICDR) Regulations.”

“**RESOLVED FURTHER THAT** the Equity Shares to be created, issued allotted and offered in terms of the aforesaid resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall be listed with the Stock Exchanges, where the existing equity shares of the Company are listed and the same shall rank *pari passu* with the existing equity shares of the Company. The number and/or price of the Equity Shares shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock split, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate restructuring.”

“**RESOLVED FURTHER THAT** the Board may enter into any arrangement with any agencies or bodies for the issue of GDRs and / or ADRs represented by underlying equity shares in the share capital of the Company with such features and attributes as are prevalent in international / domestic capital markets for instruments of this nature and to provide for the tradability and free transferability thereof in accordance with market practices as per the domestic and /or international practice and regulations, and under the norms and practices prevalent in the domestic/ international capital markets and subject to applicable laws

and regulations and the Articles of Association of the Company”.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the consent of the Company be and hereby accorded to do all such acts, deeds, matters and things including but not limited to finalization and approval of the offer documents(s), private placement offer letter, determining the form and manner of the issue, including the class of investors to whom the Securities are to be issued and allotted, number of Securities to be allotted, issue price, face value, fixing the record date, execution of various transaction documents, as the Board may in its absolute discretion deem fit and to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and utilization of the proceeds as it may in its absolute discretion deem fit. “

“RESOLVED FURTHER THAT the Securities to be created, issued allotted and offered in terms of this Resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company.”

“RESOLVED FURTHER THAT the Equity Shares shall be listed with the stock exchanges, where the existing Equity Shares of the Company are listed and the same shall rank *pari passu* with the existing equity shares of the Company.”

“RESOLVED FURTHER THAT in the event the Equity Shares are issued in the course of rights issue, if the Equity Shares are not subscribed, the same may be disposed of by the Board in such manner which is not dis-advantageous to the shareholders and the Company.”

“RESOLVED FURTHER THAT the approval of the Company is hereby accorded to the Board to appoint merchant bankers, underwriters, depositories, custodians, registrars, trustees, bankers, lawyers, advisors and all such agencies as may be involved or concerned in the issue and to remunerate them by way of commission, brokerage, fees or the like (including reimbursement of their actual expenses) and also to enter into and execute all such arrangements, contracts/ agreements, memorandum, documents, etc., with such agencies, to seek the listing of Securities on one or more recognized stock exchange(s), to affix common seal of the Company on any arrangements, contracts/ agreements, memorandum, documents, etc. as may be required.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board in consultation with the merchant banker(s), advisors and/or other intermediaries as may be appointed in relation to the issue of Securities, is authorised to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue and allotment of Securities and listing thereof with the stock exchanges or otherwise as may be required in relation to the issue and to resolve and settle all questions and difficulties that may arise in the issue, offer and allotment of Securities, including finalization of the number of Securities to be issued in each tranche thereof, form, terms and timing of the issue of Securities including for each tranche of such issue of Securities, identification of the investors to whom Securities are to be offered, utilization of the proceeds and other related, incidental or ancillary matters as the Board may deem fit at its absolute discretion, to make such other applications to concerned statutory or regulatory authorities as may be required in relation to the issue of Securities and to agree to such conditions or modifications that may be imposed by any relevant authority or that may otherwise be deemed fit or proper by the Board and to do all acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deems fit and to settle any questions, difficulties or doubts that may arise in relation to any of the aforesaid or otherwise in relation to the issue of Securities.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate (to the extent permitted by law) all or any of the powers herein conferred to any Committee or officer of the Company.”

By order of Board of Directors

Date: January 20, 2018

Place: Mumbai

Registered office:

Empire House, 214, Dr. D. N. Road,
ENT. A. K. Nayak Marg, Fort,
Mumbai – 400 001

B. Karthikeyan
Managing Director

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of all the businesses specified above is annexed hereto.
2. The Board vide its Resolution passed on January 20, 2018 has appointed Shri Martinho Ferrao, FCS No. 6221, CP No. 5676 Practising Company Secretary, as Scrutinizer for conducting the Postal Ballot voting process in accordance with the law and in a fair and transparent manner.
3. Notice of Postal Ballot along with Postal Ballot Form containing the process, instructions and manner of conducting e-Voting is being sent electronically to all the members whose email ids are registered with the Company/Depository Participant(s). For Members, who request for the hard copy and those who have not registered their email addresses, physical copies of the same are being sent through permitted mode.
4. The Postal Ballot Form together with the self-addressed Business Reply Envelope is enclosed for the use of the member. Please carefully read the instructions printed on the enclosed Postal Ballot Form before exercising your vote and return the Form duly completed, signifying your assent or dissent, in the attached self-addressed, postage pre-paid envelope, so as to reach the Scrutinizer within a period of 30 days from the date of dispatch of notice i.e. before the close of working hours on March 3, 2018 (i.e. 5.00 p.m.).
5. The Notice is being sent to all the Members, whose names appeared in the Register of Members/ Record of Depositories on January 25, 2018. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members as on that date.
6. The Company is pleased to offer e-voting facility as an alternate, for all its members to enable them to cast their vote electronically instead of dispatching Postal Ballot. E-voting is optional. In case a member desires to exercise his vote by using e-voting facility then he has to carefully follow the e voting instructions given in the Notice.
7. The voting period commences on **February 2, 2018 at 9.00 a.m. and ends on March 3, 2018, at 5.00 p.m.** The e-Voting module will be disabled by NSDL for voting thereafter.
8. The members may request for a duplicate Postal Ballot form, if so required or can download the same from the Company's website and the same duly completed form should reach the scrutinizer not later than the date and time specified above.
9. The Scrutinizer will submit his Report after completion of the scrutiny, addressed to the Chairman on March 5, 2018. The Chairman will, or in his absence any other person so authorized by him will, announce the result of voting by postal ballot on March 5, 2018 at 4.00 P.M. at the Registered office of the Company and the Resolution will be taken as passed effectively on the date of announcement of the result by Chairman or such authorized person, if the results of the Postal Ballots indicate that the requisite majority of the members had assented to the Resolutions.
10. The Scrutinizer's decision on the validity of the Postal Ballot shall be final. The results of the Postal Ballot along with the scrutinizer's report will also be displayed at the Company's Registered Office and hosted on the website of the Company besides being communicated to the stock exchanges on which the shares of the Company are listed.

11. Voting through electronic means

The instructions for Shareholders for e-voting are as under:

- (a) The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, your ‘initial password’ is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
 2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
 3. Select “EVEN” of company for which you wish to cast your vote.
 4. Now you are ready for e-Voting as the Voting page opens.
 5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
 6. Upon confirmation, the message “Vote cast successfully” will be displayed.
 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- (b) In case of Shareholders’ receiving Postal Ballot Form by Post:
- (i) Initial password is provided as below/at the bottom of the Postal Ballot Form.

EVEN (E-Voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sl. No. (a) above, to cast vote.

(c) General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mferraocs@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Assistant Manager, NSDL , at the designated email ID: evoting@nsdl.co.in or at following Telephone Nos.: 022-24994738/9769990397; Address : NSDL, Trade World, A-wing, Kamla Mills Compound, Lower Parel, Mumbai-400013.

12. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days up to the date of declaration of the result of Postal Ballot.

EXPLANATORY STATEMENT

(Pursuant to the provisions of section 102 of the Companies Act, 2013)

Item No. 1

Subject to compliance with applicable laws and regulations, our Company intends to raise funds to augment its long-term resources to enable it to meet its business growth and funding requirements and also for general corporate purposes. In order to meet the requirements for the above purposes, as may be decided by the Board, from time to time, it is proposed to seek authorisation of the members of the Company in favour of the Board of Directors (“**Board**” or “**Board of Directors**” which expression for the purposes of this resolution shall include any duly constituted committee of Directors), without the need for any further approval from the members, to create, offer, issue and allot equity shares (“Equity Shares”) and /or Global Depository Receipts (“GDRs”) and /or American Depository Receipts (“ADRs”) (“Securities”) representing either equity shares or a combination of the foregoing for an amount not exceeding Rs. 500 Crore (Rupees Five Hundred Crore only), inclusive of permissible green shoe option, for cash and at such premium / discount, as applicable, as the Board deems fit to all eligible investors including but not limited to existing of equity shareholders as on record date, residents and / or non-residents, whether institutions, incorporated bodies, foreign institutional investors, qualified institutional buyers, banks, mutual funds, insurance companies, pension funds, trusts, stabilizing agents another wise and / or a combination thereof, whether or not such investors are members, promoters, directors or their relatives / associates of the Company, in the course of domestic and / or international offerings through public issue and / or private placement and /or rights issue and / or preferential allotment and / or qualified institutional placement (“QIP”) and / or any other permitted modes through prospectus and/or an offer document and / or private placement offer letter and/or such other documents/writings/ circulars / memoranda in such manner, by way of cash at such time or times in such tranche or tranches and on such terms and conditions as may be determined and deemed appropriate by the Board / Committee in its absolute discretion at the time of such issue and allotment considering the prevailing market conditions.

In view of above, the Board may, in one or more tranches, issue and allot equity shares. The “Relevant Date” for the determination of applicable price for the issue of the Equity Shares shall be the date of the meeting in which the Board / Committee of the Company decides to open the proposed issue. The Equity Shares shall rank pari passu with the existing equity shares of the Company.

The pricing of the Equity Shares may be in accordance with the pricing formula provided under SEBI ICDR Regulations. Further, the Board may offer a discount of not more than five per cent or such other percentage as permitted. For the reasons aforesaid, an enabling Special Resolution is therefore proposed to be passed to give adequate flexibility and discretion to the Board to finalise the terms of the issue. The Equity Shares issued pursuant to the offering would be listed on the Indian stock exchanges.

Section 62(1)(c) of the Act provides, *inter alia*, that where it is proposed to increase the subscribed share capital of the Company by allotment of further shares, such further shares shall be offered to the persons, who on the date of the offer are holders of the equity shares of the Company, in proportion to the capital paid-up on those shares as of that date unless the members decide otherwise. The proposed special resolution seeks the consent and authorisation of the members to the Board of Directors to offer, issue and allot the Equity Shares, in consultation with the lead managers, legal advisor and other intermediaries, to any persons, whether or not they are members of the Company. The Board of Directors accordingly recommends the special resolution set out in the accompanying notice for the approval of the members.

Subject to compliance with applicable laws and regulations, our Company intends to use the net proceeds of the Issue for business purposes such as meeting our working capital requirements, repayment or prepayment of debt, exploring acquisition opportunities and general corporate purposes. The capital raising exercise is expected to enhance the company's capital and strengthen its financial position and net worth.

None of the directors of the Company, key managerial personnel or their relatives are, in any way, concerned or interested, financial or otherwise, in the said resolution, except to the extent of their shareholding in the Company.

By order of Board of Directors

Date: January 20, 2018

Place: Mumbai

Registered office:

Empire House, 214, Dr. D. N. Road,

ENT. A. K. Nayak Marg, Fort,

Mumbai – 400 001

B. Karthikeyan
Managing Director



Weizmann Forex Limited

(CIN: L65990MH1985PLC037697)

Regd Off: Empire House, 214, Dr. D. N. Road, Ent. A. K. Nayak Marg, Fort, Mumbai – 400 001
Tel Nos. 22071501 (6 Lines), Fax: 22071514, Website : www.weizmannforex.com
Email: investorsgrievance@weizmannforex.com

Please read the instructions printed overleaf carefully before completing this form

POSTAL BALLOT FORM

Sr. No.:

1. Name(s) of Shareholder(s) :
(in block letters)
(including joint holders, if any)

2. Registered Address of the sole/first :
named shareholder

3. Registered Folio No./DP ID No. / :
Client ID No.*
(*applicable to investors holding
shares in dematerialized form)

4. Number of shares held :

5. I/We hereby exercise my/our vote in respect of the Special resolution to be passed through postal ballot for the business stated in the notice of the Company by sending my/our assent or dissent to the resolution by placing the tick (✓) mark at the appropriate box below:

Item No.	Particulars of Resolution	No. of shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Special Resolution for Raising Funds through issue of Securities for an aggregate amount not exceeding Rs.500 Crore.			

Place:

Date:

(Signature of the Member)

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	Password

1. Each equity share of the Company carries one vote.
2. Last date for receipt of Postal Ballot form by Scrutinizer is March 3, 2018 before the close of working hours of the Company (i.e. 5.00 p.m.)

INSTRUCTIONS

PROCESS AND MANNER FOR MEMBERS OPTING FOR PHYSICAL VOTING

1. The company is pleased to provide e-voting facility as an alternate for shareholders of the Company to enable them to cast their votes electronically instead of through physical ballot, for this purpose, necessary arrangements have been made with the National Securities Depository Limited (“**NSDL**”) to facilitate e-voting. E-voting is optional.
2. Voting period commences on and from **February 2, 2018 from 9.00 a.m. and ends on March 3, 2018 at 5.00 p.m.**
3. Member desiring to exercise vote by Postal Ballot should complete the Postal Ballot Form and send it to Shri Martinho Ferrao & Associates., the Scrutinizer for the postal ballot, C/o. Weizmann Forex Ltd, 214, Empire House, Dr. D. N. Road, Ent. A. K. Nayak Marg, Fort, Mumbai – 400 001 in the attached self-addressed Business Reply Envelope before the close of working hours (5.00 P.M.) on or before March 3, 2018. The postage will be borne and paid by the Company.
4. The Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the scrutinizer not later than the date specified in Sr. No. (3) above.
5. This Postal Ballot Form should be completed and signed by the member or members. In case of joint holding as per the specimen signature registered with the Company/ Depository Participant by the first named member and in his absence, by the next named joint holder.
6. Incomplete, unsigned and incorrect Postal Ballot Form will be rejected. Also the Postal Ballot will be considered invalid if the signature does not match with the specimen signature of the Company. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.
7. In case the shares are held by Body Corporate/ Trust, the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/ Authorization together with the attested specimen signature of the authorized signatories.
8. Members are requested not to send any other paper (other than Board Resolution /Authority) along with the Postal Ballot Form in the enclosed self-addressed Business Reply Envelope addressed to the Scrutinizer as mentioned in Sr. No.3 above and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
9. A tick mark (√) should be placed in the relevant box signifying assent / dissent for the resolution, as the case may be before mailing the Postal Ballot form. The assent / dissent received in any other form shall not be considered valid. Postal ballot forms bearing (√) mark in both the columns will render the form invalid.
10. The postal ballot shall not be exercised by a proxy.
11. Members are requested to complete the postal ballot form in indelible ink {avoid completing it by using erasable writing medium(s) like pencil.}
12. Kindly note that the members can opt for only one mode of voting, i.e. either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by physical ballot also and vice versa. However, in case member(s) cast their vote both by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Ballot form will be treated as invalid.
13. Voting rights shall be calculated based upon the paid-up value of the shares registered in the name(s) of the member(s) as on January 25, 2018.
14. Shareholders desiring split voting i.e FOR and AGAINST on the same resolution, can do so by downloading Postal Ballot form from the URL:<http://www.evoting.nsdl.com> or from the website of the Company-www.weizmannforex.com. However the duly completed duplicate / additional Postal Ballot Form should reach the Scrutinizer not later than the date and time specified in sr. no.3.