



STERLING TOOLS LIMITED

CIN No.: L29222DL1979PLC009668

Regd. Office : Office No. 243 C-10, Regus Elegance, 2F, Elegance, Jasola District Centre, Old Mathura Road, New Delhi-110025

Corporate Office: Plot No. 4, D L F Industrial Estate, Faridabad-121003

E-mail: csec@stlfasteners.com, Website: www.stlfasteners.com Tel: 91 129 2270621-25 / Fax: 91 129 2277359

POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completion of this form)

1. Name & Address of the Sole/ First named Shareholder as registered with the Company Serial No. :
2. Name(s) of the joint Shareholder(s), if any, registered with the Company
3. Registered Folio No./ DPID 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 Resolution (s) to be passed through e-voting/ Postal Ballot for the business stated in the Postal Ballot Notice dated 7th February 2019 of the Company by conveying my/our assent or dissent to the said Resolution (s) by placing the tick (✓) mark at the appropriate box below:

Item No.	Description	No. of Shares	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
1.	Re-appointment of Shri Chhotu Ram Sharma (DIN 00522678) as an Independent Director of the Company (Special Resolution)			
2.	Re-appointment of Smt. Malini Sud (DIN 01297943) as an Independent Director of the Company(Special Resolution)			
3.	Re-appointment of Dr. Triloki Nath Kapoor (DIN 00017692) as an Independent Director of the Company(Special Resolution)			
4.	Appointment of Shri Jaideep Wadhwa (DIN 00410019) as Non- Executive Non-Independent Director of the Company(Ordinary Resolution)			
5.	Appointment of Shri Anish Agarwal relative of Shri Anil Aggarwal, Managing Director as Project Head-Bangalore (Ordinary Resolution)			

Place:

Date:

(Signature of the Shareholder)

ELECTRONIC VOTING PARTICULARS

EVSN (E Voting Sequence Number)	USER ID	PASSWORD

Notes:

- Please read carefully the instructions printed overleaf before exercising the vote.
- Last date for receipt of postal Ballot Forms by Scrutinizer is Wednesday 27th March, 2019.

INSTRUCTION FOR E-VOTING

The procedure and instructions for e-voting as given in the Notice dated 7th February 2019 for Postal Ballot, are reproduced hereunder for easy reference:

- I. In case of Members receiving e-mail from NSDL (For those members whose e-mail addresses are registered with Company/Depositories):**
- a. Open e-mail and open PDF file viz. "STL-remote e-Voting.pdf" with your client ID or Folio No. as password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
 - b. Launch internet browser by typing the following URL: <https://www.evoting.nsd.com/>.
 - c. Click on Shareholder-Login.
 - d. Put user ID and password as initial password noted in step (i) above. Click Login.
 - e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - f. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - g. Select "EVEN" of "Sterling Tools Limited".
 - h. Now you are ready for remote e-voting as Cast Vote page opens.
 - i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - j. Upon confirmation, the message "Vote cast successfully" will be displayed.
 - k. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - l. 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to goyalsify11@gmail.com with a copy marked to evoting@nsdl.co.in.
- II. In case of Members receiving Physical copy of Notice of postal Ballot (for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy)**
- a. Initial password is provided in the box overleaf.
 - b. Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.
 - c. A Member desiring to exercise his/her vote by Postal Ballot Form should complete this Postal Ballot form no other form or photocopy thereof is permitted, sign and send in the enclosed self-addressed postage pre-paid envelope so as to reach the Scrutinizer Mr. A. K. Goyal, Membership No. FCS1565 as per instruction hereinbelow at the address C/o Sterling Tools Limited, Plot No. 4, D L F Industrial Estate, Faridabad-121003. Postage will be borne and paid by the Company. Envelopes containing Postal Ballots, if deposited in person or sent by courier at the expenses of the Members will also be accepted.
 - d. The Postal Ballot form should be completed and signed by the Members. In the case of joint shareholding, this form should be completed and signed by the first named Member and in his absence, by the next named Member (s). Unsigned Postal Ballot forms will be rejected. The signature on the Postal Ballot Form must tally with the specimen signature registered with the Company.
 - e. The votes should be cast either in favour or against the resolution by putting the tick (✓) mark provided for assent or dissent. Postal Ballot Form bearing (✓) mark in both the columns will render the form invalid.
 - f. Incomplete, unsigned or incorrectly filled postal ballot form will be rejected.
 - g. Where the Postal Ballot Form has been signed by an Authorized Representative of a body corporate, a certified copy of the relevant authorizations to vote on the Postal Ballot should accompany the Postal Ballot Form. A member may sign the Form through an Attorney appointed specifically for this purpose, in which case an attested true copy of the Power of Attorney should be attached to the Postal Ballot Form.
 - h. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5 p.m. on Wednesday, 27th March 2019. Any Postal Ballot Form received after this time and date will be treated as if the reply from the Member has not been received.
 - i. 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 time and date specified at Item No. h above.
- III. General**
- A. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsd.com or call on toll free no.: 1800-222-990.
 - B. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
 - C. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - D. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 15th February, 2019.
 - E. The Company has appointed Mr. A. K. Goyal, Practicing Company Secretary (FCS No. 1565, C-7461) as the Scrutinizer for conducting the e-voting process in fair and transparent manner.
 - F. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.stfasteners.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges i.e. BSE and NSE.

TENTATIVE CALENDER OF EVENTS OF POSTAL BALLOT OF STERLING TOOLS LIMITED

S. No.	Events	Date
1.	Date on which consent was given by the Scrutinizer to act in that capacity.	28-01-2019 (Monday)
2.	Date of Board Resolution approving the Postal Ballot Notice and authorizing the Directors/Director/Company Secretary to be responsible for the entire. Postal Ballot Process.	07-02-2019 (Thursday)
3.	Intimation to Stock Exchange about Postal Ballot	16-02-2019 (Saturday)
4.	Cut- off Date for determining List of Shareholders to whom the notice of Postal Ballot will be sent and also for reckoning voting rights.	15-02-2019 (Friday)
5.	Date of completion of dispatch of Postal Ballot Notice alongwith the Explanatory Statement and Postal Ballot Form. (Physically and through e mail)	22-02-2019 (Friday)
6.	E -Voting Period (commencement and ending period)	26-02-2019 (Tuesday 09.00 A M) to 27-03-2019 (Wednesday 5.00 P M)
7.	E-Voting ends and Last date for receiving duly filled and signed Postal Ballot Forms by the Scrutinizer.	27-03-2019 (Wednesday)
8.	Date of Submission of report by the Scrutinizer to the Chairman/ person authorised by the Chairman.	28-03-2019 (Thursday)
9.	Date of declaration of results of the Postal Ballot by the Chairman / person authorised by the Chairman.	29-03-2019 (Friday)
10.	Declaration of Results to BSE and uploading of results of Postal Ballot on the website of the company	29-03-2019 (Friday)