

Lincoln Industries Ltd.

P-36, INDIA EXCHANGE PLACE EXTN.

ROOM NO. 43, 2ND, FLOOR

KOLKATA - 700 001

PHONE : 6607-1913 / 1914 / 1915

FAX : 91-33-6607-1912 • GRAM : LINC EXP

E-mail : info@dhancot.com

Date

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Shareholder(s),

NOTICE is hereby given that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as "**the Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred as "**the Rules**"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, as amended, and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company proposes to pass a Special Resolution as appended below through Postal Ballot/Electronic voting ("**e-voting**") in compliance with Regulation 8(1)(b) of the Securities and Exchange of Board of India (Delisting of Equity Shares) Regulations, 2009 ("**Delisting Regulations**").

An explanatory statement pursuant to Section 102 of the Companies Act, 2013 and other applicable provisions, if any of the Act and the Delisting Regulations pertaining to the said resolution setting out the material facts and the reasons thereof, is also appended. The said resolution and explanatory statement are being sent to you along with a postal ballot form ("Postal Ballot Form") for your consideration.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed Mr. Sidharth Baid (COP No. 13436), Practicing Company Secretary, to act as the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner. The Scrutinizer has given his consent to act as the Scrutinizer to conduct the voting process by e-voting and Postal Ballot.

The Scrutinizer will submit his report to the Chairman of the Company or to any other Director authorized by the Board in writing, after completion of scrutiny of Postal Ballot (including e-voting) in a fair and transparent manner. The results along with the Scrutinizer's Report will be announced on or before May 23, 2021 and will be displayed at the Registered Office of the Company and hosted on the website of the Company i.e., www.lincoln-industries.net as well as on the website of the Depository and communicated to the Calcutta Stock Exchange Limited (the "CSE") being the stock exchange where the equity shares of the Company are listed.

The resolution, where assented to by the requisite majority of the shareholders by means of Postal Ballot (which shall also include the results of e-voting), and also subject to that the vote cast by public shareholders in favour of the resolution is at least two times the number of vote cast by the public shareholders against the proposed resolution will be deemed to have been duly passed at a General Meeting convened in that behalf and the same shall be considered having been passed on Friday, May 21, 2021 i.e. the last date of e-voting/ receipt of Postal Ballot Form.



Voluntary Delisting of the Equity Shares of the Company from the Calcutta Stock Exchange Limited

To consider and if thought fit, to accord assent/dissent to the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the intention letter dated March 12, 2021 received from Shri Prem Chand Dhandhania (**hereinafter referred to as “Promoter”**), on behalf of the Promoter and Promoter Group of the Company, expressing its intention to voluntary delist the equity shares of the Company from the Calcutta Stock Exchange Limited, the Stock Exchange where the equity shares of the Company are listed (**hereinafter referred to as “Delisting Proposal”**) in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended (**“Delisting Regulations”**) and pursuant to the approval of the Board of Directors of the Company granted in their meeting held on March 19, 2021 to voluntary delist the equity shares of the Company from the Stock Exchange and further pursuant to Regulation 8(1)(b) of the Delisting Regulations and subject to the applicable provisions of the Companies Act, 2013 and the rules framed there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and on receipt of the necessary approval from the CSE, the relevant provisions of the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Securities Contracts (Regulation) Act, 1956 (including the rules issued there under), the listing agreement entered with the CSE Limited, and subject to other applicable provisions, regulations and guidelines issued by Securities and Exchange Board of India (**“SEBI”**) and subject to such permissions, sanctions and approvals as may be required from such other authorities in this regard and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to the Board and the Promoter to seek the voluntary delisting of the equity shares of the Company from Stock Exchange through acquisition of 51,04,950 equity shares of the Company held by public shareholders (representing 97.33% of the total paid up equity shares of the Company) (**“Delisting Offer”**) after providing an exit opportunity to the existing public shareholders as provided in Delisting Regulations;


RESOLVED FURTHER THAT for the purpose of giving effect to the voluntary delisting, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things at its sole and absolute discretion as it may deem necessary or desirable to include making applications to the Stock Exchange seeking their in-principle and final approval for the proposed voluntary delisting of the equity shares of the Company, to appoint intermediaries as may be required and to execute all such deeds and documents and to settle all questions, difficulties and doubts that may arise in this regard, as it may consider necessary and expedient without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of the above resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred upon it to any Director or Directors or any other officer(s)/ authorized representative of the Company to give effect to this resolution;



RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolution are hereby approved, ratified and confirmed in all respects.”

**By order of the Board of Directors
For Lincoln Industries Limited**

For LINCOLN INDUSTRIES LIMITED

Director

Date: 15th April' 2021
Place: Kolkata

Name: Praveen Chand Dhandhan
Designation: Managing Director
DIN: 00154048

NOTES AND INSTRUCTIONS

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and other applicable provisions in respect of the business specified above is annexed hereto.
2. The relevant documents referred to in the Notice and accompanying Explanatory Statement are available for inspection by the shareholders of the Company at the registered office of the Company on all working days except Saturday, Sunday and public holidays between 10.00 am IST to 4.00 pm IST up to May 21, 2021.
3. The notice of the postal ballot will also be available on the Company's website: www.lincoln-industries.net and on the website of the Central Depository Services Limited ("CDSL") at <https://www.cdslindia.com>.
4. As per Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, the item of business set out in the attached Notice are proposed to be passed by postal ballot.
5. The Board of Directors of the Company has appointed Mr. Sidharth Baid (COP No. 13436), Practicing Company Secretary, as the Scrutinizer for conducting the postal ballot process in accordance with law in a fair and transparent manner.
6. The Company is pleased to provide Electronic Voting (hereinafter referred as "e-voting") facility to its shareholders as an alternative mode to cast their votes electronically instead of dispatching the physical Postal Ballot Form through post. The Company has engaged services of Central Depository Services Limited to provide e-voting facility to its shareholders. It may be noted that e-Voting is optional. In case a shareholder votes through e-voting facility, he/she is not required to send physical Postal Ballot Form and vice versa. In case a shareholder casts his vote through e-voting and physical Postal Ballot Form both, the vote cast through e-voting facility shall only be considered and the voting through physical Postal Ballot Form shall not be considered by the Scrutinizer and will be treated as invalid.

7. The e-voting facility is available at the link www.evotingindia.com. Please refer to the instructions for e-voting given along with this Notice in Note No. 14 for the process and manner in which e-voting can be carried out.
8. The Notice is being sent to all shareholders, whose names appear in the Register of members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date being April 16, 2021. The Notice of Postal Ballot is being sent to members in electronic form to the e-mail Ids registered with their Depository Participants (in case of electronic shareholding)/ the Company or its Registrar & Share Transfer Agents (RTA) (in case of physical shareholding). In case of shareholders whose e-mail ID is not registered, physical copy of Notice of Postal Ballot along with Postal Ballot Form are being sent by permitted mode.
9. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date being Friday, April 16, 2021. A person who is not a shareholder as on the cut-off date should treat this notice for information purpose only.
10. The shareholders opting to vote through physical Postal Ballot Form are requested to carefully read the instructions printed overleaf the Postal Ballot Form and return the Form duly completed in all respects in the enclosed self-addressed, postage prepaid reply envelope so as to reach the Scrutinizer on or before 5:00 P.M. on Friday, May 21, 2021. The Postal Ballot Forms received after close of working hours (5.00 pm IST), Friday, May 21, 2021, will be treated as if the same has not been received from the Member.
11. The period for voting through physical Ballot and e-voting starts from Thursday, April 22, 2021 at 9.00 am IST and ends on Friday, May 21, 2021 at 5.00 pm IST and any physical ballots received thereafter shall not be considered and e-voting shall be disabled by CDSL.
12. The Scrutinizer will submit her report to the Chairman of the Company or to any other Director authorized by the Board after completion of scrutiny of Postal Ballot in a fair and transparent manner. The results of the Postal Ballot along with the Scrutinizer's Report will be displayed at the Registered Office of the Company and hosted on the website of the Company: www.lincoln-industries.net as well as on the website of CDSL. The results will also be communicated to the Stock Exchange where the shares of the Company are listed.
13. The resolutions, where assented to by the requisite majority of the shareholders by means of postal ballot (which shall also include the results of e-voting), will be deemed to have been duly passed at a General Meeting convened in that behalf and the same shall be considered having been passed on Friday, May 21, 2021 i.e. the last date of e-voting/ receipt of Postal Ballot Form.

14. Information and other instructions relating to e-voting are as under:

(i) The remote e-voting period begins on, Thursday, April 22, 2021 at 9:00AM (IST) and end on Friday, May 21, 2021 at 5:00PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off-date, i.e., April 16, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on "Shareholders" module.

(iv) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login-Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by Company / RTA or contact Company / RTA.</p>

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Shareholders holding shares in physical form will then directly reach the company selection screen. However, shareholders holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote , provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this notice.

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app "**m-Voting**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

12. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. **For Physical shareholders-** please register their e-mail addresses online on the website of MDPL by visiting the link <http://mdpl.in/form> providing the necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card).

2. **For Demat shareholders** - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **Company/RTA email id.**

13. Note for Non – Individual Shareholders and Custodians

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@sumedhafiscal.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

14. The Scrutinizer, after completion of the scrutiny, will submit his report to the Chairman of the Company or any other person authorised by him. The result of the Postal Ballot will be declared by the Chairman or any other person authorised by him, not later than 5:00 P.M. (IST) on Sunday, May 23, 2021 and displayed at the Corporate Office of the Company. The result shall also be announced to the Stock Exchanges where shares of the Company are listed and will also be put on the Company’s website (www.sumedhafiscal.com). The resolution, if passed with requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-voting i.e. Friday, May 21, 2021.

15. There will be one vote for every Client ID/registered folio number irrespective of the number of joint holders.

16. If you have any queries or issues regarding e-voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact

i) Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

ii) Mr. S. Rajagopal, MDPL, at telephones. (033) 2243 5029, 2248 2248 or at E-mail Id. mdpldc@yahoo.com.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:

Voluntary Delisting of Equity Shares of the Company from the Calcutta Stock Exchange Limited

1. 52,45,000 equity shares having a face value of Rs. 10/- each of the Company are presently listed on the Calcutta Stock Exchange Limited.
2. The Promoter along with other members of the Promoter Group collectively hold 1,40,050 equity shares of the face value of Rs. 10/- each representing 2.67% of the paid up equity share capital of the Company and 51,04,950 equity shares of the face value of Rs.10/- each representing 97.33% of the paid up equity share capital of the Company are held by the public shareholders.
3. The Board received a letter dated March 12, 2021 from Shri Prem Chand Dhandhaniania ("**Promoter**"), stating its intention to seek voluntary delisting of the equity shares of the Company from the Calcutta Stock Exchange, where the equity shares of the Company are presently listed by offering to acquire 51,04,950 equity shares of the face value of Rs.10/- each representing 97.33% of the paid up equity share capital of the Company that are presently held by the public shareholders of the Company in accordance with the Delisting Regulations ("**Delisting Proposal**").

4. Rationale for the Voluntary Delisting

Substantial acquisition of equity shares and voting rights accompanied with delisting of the Company will enable the Promoter and Promoter Group to:

- a) obtain full ownership of the Company, which will in time provide enhanced operational flexibility to support the Company's business;
- b) save compliance costs and reduction in devoting management time to comply with the requirements associated with the continued listings, which can be refocused on the Company's Business; and
- c) provide an exit opportunity to the public shareholders of the Company.

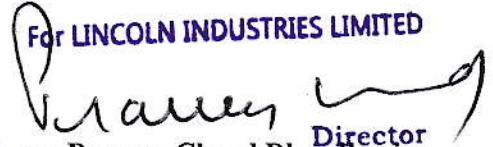
In view of the above, the Promoter and Promoter Group believe that the Delisting Proposal can provide the Public Shareholders an opportunity to exit from the Company at a price determined in accordance with the Delisting Regulations ("**Discovered Price**").

5. The Board, at its meeting held on March 19, 2021, appointed GYR Capital Advisors Private Limited as the Merchant Banker after taking note of the Delisting Proposal in accordance with Regulation 8(1A)(ii) of the Delisting Regulations to carry out due diligence in compliance with Regulation 8(1D) and 8(1E) read with Regulation 8(1A)(ii) of the Delisting Regulations. Further, the Board in their meeting held on April 15, 2021 took on record the due diligence report dated April 15, 2021 submitted by the Merchant Banker in accordance with Regulations 8(1D) and 8(1E) of the Delisting Regulations and granted approval to the Delisting Proposal and the consequent voluntary delisting of the equity shares of the Company in accordance with Delisting Regulations. The Board in accordance with Regulation 8(1B) of the Delisting Regulations has certified in the said meeting:
 - a) That, the Company is in compliance with the applicable provisions of the securities laws amended from time to time;
 - b) That, the Acquirer or promoter or promoter group or their related entities are in compliance with the sub-regulation (5) of Regulation 4 of the Delisting Regulations; and
 - c) That, the proposed delisting is in the interest of the shareholders.
6. The offer for the delisting of equity shares will open, subject to receipt of shareholders' approval to this resolution and in-principle delisting approvals from the Stock Exchanges. The Acquirer/ Promoter shall not proceed with the Delisting Offer unless:

- a) the Acquirer/Promoter accepts the Discovered Price;
 - b) the number of equity shares validly tendered in the Delisting Offer is sufficient enough to result in the Delisting Offer being successful as per the Delisting Regulations;
 - c) the Promoter having obtained all the necessary regulatory and statutory approvals as may be required under applicable laws including the Delisting Regulations.
7. In terms of Regulation 8(1)(b) of the Delisting Regulations, the Delisting Proposal requires the approval of the shareholders of the Company by way of a Special Resolution passed through the Postal Ballot/ E-voting. The Special Resolution shall be acted upon if and only if the votes casted by the public shareholders in favor of the proposal amount to at least two times of the number of votes cast by the public shareholders against it.
8. The approval of the shareholders is sought for the aforesaid Special Resolution, after which the Acquirer/Promoter will proceed at their discretion, to make an exit offer to the public shareholders of the Company and accept the shares tendered at Discovered Price in accordance with the provisions of the Delisting Regulations.
9. None of the Directors / Key Managerial Personnel or their relatives is concerned or interested in the resolution except to the extent of their shareholding in the Company and except to the extent any of them are partner(s) or designated partner(s) of the Acquirer / Promoter.

**By order of the Board of Directors
For Lincoln Industries Limited**

For LINCOLN INDUSTRIES LIMITED


Director
Name: Praveen Chand Dhandhan
Designation: Managing Director
DIN: 00154048

Date- 15.04.2021
Place: Kolkata

Instructions:

1. A Member desiring to exercise his/her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Company in the attached self-addressed envelope. Postage will be borne and paid by the Company. However, envelope containing Postal Ballot, if sent by courier or by hand at the expense of the registered Shareholder will also be accepted.
2. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
3. This Form should be completed and signed by the Shareholder. In case of joint holding, this Form should be completed and signed (as per the specimen signature Registered with the Company) by the first named Shareholder and in his absence, by the next named Shareholder.
4. There will be one Postal Ballot Form for every Folio irrespective of the number of joint holders.
5. The Postal Ballot shall not be exercised by a Proxy.
6. Incomplete, unsigned or incorrectly ticked Ballot Form will be rejected.
7. The Scrutinizer's decision on the validity of a Postal Ballot will be final.
8. Duly completed Postal Ballot Forms should reach the Company not later than the close of working hours on 21st May, 2021. All Postal Ballot Forms received after this date will be strictly treated as if the reply from the Shareholder(s) has not been received.
9. Voting rights shall be reckoned on the paid up value of Shares registered in the name of the Shareholders on the date of dispatch of the Notice.
10. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authorization together with specimen signature(s) of the duly authorized signatories.
11. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. Postal Ballot form received by fax will be rejected and it will be deemed as if reply from shareholder has not been received unless the original Postal Ballot Form is received within prescribed time period.
13. The Scrutinizer will submit the report, to the Board of Directors of the Company, after completion of the Scrutiny and result of the Postal Ballot will be announced by the Chairman of the Board on 23rd May, 2021 at 05:00 P.M. hours at the Registered Office of the Company.

LINCOLN INDUSTRIES LIMITED

Registered Office: P-36, India Exchange Place Extn., 2nd Floor, Kolkata - 700001
Phone No. – 91-33-6607-1913/ 1914/ 1915, Fax: - 91-33-6607-1912 Email: sacmill@hotmail.com
Website: www.lincoln-industries.net, CIN: L51109WB1983PLC035957

POSTAL BALLOT FORM

1. Name & Registered Address of the sole/ First named shareholder :
2. Name(s) of the Joint Holders (if any) :
3. Registered Folio No./ DP ID No./ Client ID No.*(Applicable to investors holding shares in dematerialised forms) :
4. No. of shares held :

I/We hereby exercise my/our votes in respect of the Special Resolutions set out in the notice dated April 15, 2021 as set out below to be passed by the means of Postal Ballot by sending my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate boxed below (tick in the both boxes will render the ballot invalid)

Sr. No.	Description	Type of resolution	No of shares	(For) I/We assent to the Resolution	(Against) I/We assent to the Resolution
1.	Voluntary Delisting of equity shares of the company from Calcutta Stock Exchange	Special			

Place:
Date:

(Signature of Shareholder)

NOTE: LAST DATE OF RECEIPT OF POSTAL BALLOT FORMS BY SCRUTINIZER: MAY 21, 2021

LINCOLN INDUSTRIES LIMITED

Registered Office: P-36, India Exchange Place Extn., 2nd Floor, Kolkata - 700001
Phone No.-91-33-6607-1913/1914/1915, Fax: 91-33-6607-1912 Email: sacmill@hotmail.com
Website: www.lincoln-industries.net, CIN: L51109WB1983PLC035957

INSTRUCTIONS FOR VOTING FORM:-

1. Member(s) desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage pre-paid self-addressed envelope. Postage will be borne and paid by Lincoln Industries Limited (the "Company"). Envelope containing Postal Ballot Form, if deposited in person or sent by courier at the expense of the Member(s) will also be accepted.
2. The postage pre-paid self-addressed envelope bears the name and postal address of the Scrutinizer appointed by the Company.
3. This Postal Ballot Form should be completed and signed by the Member, as per the specimen signature registered with the Company or the Depository Participant, as the case may be. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member. In case Postal Ballot Form is signed through a delegate, a copy of the power of attorney attested by the Member shall be annexed to the Postal Ballot Form. There will be one Postal Ballot Form for every folio/client ID irrespective of the number of joint holders.
4. In the case of equity shares held by companies, trusts, societies etc., the duly completed Postal Ballot form should be accompanied by a certified true copy of board resolution/authority letter.
5. 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 column in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
6. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final and binding.
7. Duly completed Postal Ballot Form should reach the Scrutinizer not later than May 21, 2021 before 5.00 p.m. Postal Ballot Form received after this date will be strictly treated as if the reply from such Member(s) has not been received.
8. Members are requested to fill the Postal Ballot Form in indelible ink (and avoid filling it by using erasable writing medium/s like pencil).
9. The members whose name appears in the Register of members / Record of Depositories as on April 16,2021, will be considered for voting.

10. The Postal Ballot shall not be exercised by a Proxy.

11. Members are requested not to send any other paper along with the Postal Ballot form in the enclosed self-addressed postage prepaid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.

12. 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 date specified under instruction 7 above.

13. A Member need not use all his votes nor cast all his votes in the same way.

14. The results of the Postal Ballot will be declared at the Registered Office of the Company as specified in the Notice.