



CIN: L74999MH1994PLC077041

Registered Office: JSW Centre, BandraKurla Complex, Bandra (East), Mumbai – 400 051.

Tel No.: 022 4286 1000, Fax No.: 022 4286 3000

Website: www.jsw.in Email: jswel.investor@jsw.in

POSTAL BALLOT FORM

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

Serial No. :

1. Name and Registered Address :
of the sole / first named
Member

2. Name(s) of Joint-Holder(s), :
if any (in block letters)

3. DP ID No. / Client ID No. :
Registered Folio No /

4. Number of equity share(s) held:

I/ We hereby exercise my/ our vote in respect of the Resolution(s) to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot / e-voting dated 20th January 2016 by sending my/our Assent (FOR) or dissent (AGAINST) to the said Resolutions by placing a tick mark (✓) at the appropriate box below:

Item No.	Brief Description	Number of shares held	I / We assent to the resolution (For)	I / We dissent to the resolution (Against)
1.	Approval of “JSWEL Employees Stock Ownership Plan - 2016” (the Plan) and grant of stock options to Eligible Employees			
2.	Approval to grant stock options to the Eligible Employees of the Company’s subsidiary companies under the Plan			
3.	Authorization to the Trust to undertake Secondary Acquisition of equity shares of the Company for implementation of the Plan			
4.	Approval for provision of money by the Company for purchase of its own shares by the trust / trustees for the benefit of eligible employees under the Plan			
5.	Approval for appointment of Mr. Rakesh Nath (DIN:00045986) as an Independent Director			

Place:

Date:

(Signature of the Member)

ELECTRONIC VOTING PARTICULARS

EVEN (E-VOTING EVENT NUMBER)	USER ID	PASSWORD

Note: Please read the instructions printed overleaf carefully before filling this Form or e-voting.

A. GENERAL INSTRUCTIONS

1. This Postal Ballot Form is provided for the benefit of members who do not have access to e-voting facility.
2. A Member can opt for one mode of voting i.e. either through e-voting or by Postal Ballot Form. If a Member cast votes by both modes, then voting done through e-voting shall prevail and Postal Ballot Form shall be treated as invalid.
3. You may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned.
4. For detailed instructions on e-voting, please refer to the notes appended below. The Notice of Postal Ballot / e-voting has also been placed on the website of the Company viz. www.jsw.in and on Karvy's website viz., <https://evoting.karvy.com/>.
5. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through Postal Ballot Form to declare the final result for each of the resolutions forming part of the Notice of Postal Ballot/ e-voting.
6. Voting Rights in the Postal Ballot Form/ e-voting cannot be exercised by proxy.

B. PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY USING POSTAL BALLOT FORM

1. A Member desiring to exercise vote by postal ballot should complete this Postal Ballot Form and send it in the attached self-addressed postage pre-paid envelope. Envelopes containing postal ballots, if sent by courier at the expense of the registered shareholder will also be accepted.
2. The Self-addressed envelope bears the address of the Scrutinizer, Mr. Shreyans Jain, Practicing Company Secretary, who was appointed by the Board of Directors of the Company in their Meeting held on 20th January 2016.
3. The Postal Ballot 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) by the first named member and in his/ her absence, by the next named member. Unsigned postal ballot form will be rejected.
4. The Postal Ballot Form will also be considered invalid if a Member has made any amendments to the Resolution(s) or imposed any condition while exercising his/her vote.
5. The consent must be accorded by recording the assent in the column 'FOR' and dissent in the column 'AGAINST' by placing tick mark (✓) in the appropriate column.
6. There will be one postal ballot form for every 'Client ID' / 'Registered Folio', irrespective of the number of joint holders.
7. You may carefully read the instructions printed in this Postal ballot form and return the form duly completed, in the attached self-addressed postage pre-paid envelope, so as to reach the Scrutinizer not later than 5.00 p.m. on Wednesday, 23rd March 2016. Postal Ballot form received after this date will be strictly treated as if the reply from the member has not been received.
8. Where the postal ballot form has been signed by an authorised representative of a Body Corporate, a certified copy of the relevant authorisation to vote on the postal ballot should accompany the postal ballot form.
9. 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.
10. The Scrutinizer's decision on the validity of the Postal Ballot / e-voting will be final.

C. PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY E-VOTING

- A. In case a Member receiving an email from Karvy [for Members whose email IDs are registered with the Company / Depository Participant(s)]
 - (i) Launch internet browser by typing the following URL for e-voting: <https://evoting.karvy.com/>
 - (ii) Enter the login credentials i.e., USER ID and Password mentioned in the Postal Ballot Form. Your Folio No / DP ID / Client ID will be your USER ID. However, if you are already registered with Karvy for e-voting, you can use your existing USER ID and password for casting your vote.
Enter the verification code (Captcha) i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
 - (iii) After entering the details appropriately click on LOGIN.
 - (iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - (v) Login again with the new credentials.
 - (vi) On successful login, system will prompt to select the 'EVEN' (E-voting Event Number) i.e., the Company's name 'JSW Energy Limited'.
 - (vii) On the voting page, you will see the 'Resolution Description' and against the same the option 'FOR/ AGAINST/ ABSTAIN' from voting.
 - (viii) Enter the number of shares (which represents number of votes) under 'FOR/ AGAINST/ ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/ AGAINST' taken together should not exceed your total shareholding. If the shareholder does not want to cast his vote, select 'ABSTAIN' and the shares will not be counted under either head.
 - (ix) Members holding multiple folios/ demat account shall choose the voting process separately for each folios/ demat account.
 - (x) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - (xi) 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 click on 'CANCEL' to modify your vote.
 - (xii) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote. **During the voting period, Members can login any number of times till they have voted on the Resolution(s).**
 - (xiii) Corporate / Institutional Members (other than Individuals, HUF, NRI, etc) are required to send scan certified true copy (PDF format) of the relevant Board Resolution / Power of Attorney / Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: shreyanscs@gmail.com with a copy to evoting@karvy.com and jswel.investor@jsw.in.
 - (xiv) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of <https://evoting.karvy.com> or contact Mr. Varghese PA of Karvy at 040-67161500 or at 1800 345 4001 (toll free).
 - (xv) The voting period shall commence at 9.00 a.m. on Tuesday, 23rd February, 2016 and will end at 5.00 p.m. on Wednesday, 23rd March, 2016. The e-voting module shall be disabled by Karvy at 5.00 p.m. on Wednesday, 23rd March, 2016.
- B. In case of Members receiving physical copy of the Notice by Post [for Members whose email IDs are not registered with the Depository Participant(s) / Company]:
 1. **USER ID and initial password** as provided in the Postal Ballot Form.
 2. Please follow all steps from Sr. No. (i) to (xv) as mentioned in (A) above, to cast your vote.

C. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.