



**TEAMLEASE SERVICES LIMITED**

CIN: L74140MH2000PLC124003

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**POSTAL BALLOT FORM**

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

Serial No. :

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

2. Name(s) of the joint Member(s) if any :

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

(\*Applicable to investors holding shares in dematerialized form)

4. Number of Equity Shares held :

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through postal ballot for the business stated in the Notice of Postal Ballot dated 24 July, 2018 issued by the Company by sending my/our assent/dissent to the said Resolutions by placing the tickmark (√) in the appropriate column below:

Sr. No.	Description	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Approval for Creation of fresh ESOP pool of 1.5% of the paid-up share capital of the Company			
2.	Approval for grant of options to the employees of the Subsidiary/Associate Company (ies) of the Company under Employees Stock Option Plan 2018 (ESOP 2018)			

Place:

Date:

\_\_\_\_\_  
Signature of Shareholder

----- " " -----  
The Company is pleased to offer all its Members, e-voting facility as an alternative mode for casting their votes electronically, instead of sending the postal ballot forms to the Scrutinizer. However, e-voting is optional.

**ELECTRONIC VOTING PARTICULARS**

The e-voting facility is available at the link <https://evoting.karvy.com>. The electronic voting particulars are set out as follows:

EVEN (E- Voting Event Number)	USER ID	PASSWORD
4272		

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

Commencement of e-voting	End of e-voting
<b>September 07, 2018 at 9.00 am IST</b>	<b>October 06, 2018 at 5:00 pm IST</b>

The Postal Ballot Form shall reach the Scrutinizer on or before 06 October, 2018 5.00 PM IST. Please note that any Postal Ballot Form (s) received after that date will be treated as not having been received.

Note: Please read the instructions printed over leaf carefully before exercising the vote.

## INSTRUCTIONS

1. A Member desiring to exercise his vote by Postal Ballot may complete this postal ballot form (no other form or photocopy thereof is permitted to be used for the purpose) and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent at the expense of the shareholder will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. **Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.**
4. The self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
5. This postal ballot form should be completed and signed (as per specimen signature(s) registered with the Company) by the shareholder. In case of joint shareholding, this form should be completed and signed (as per specimen signature(s) registered with the Company) by the first named shareholder and in his/her absence, by the next named shareholder. Unsigned postal ballot forms will be rejected. Members are requested to fill the Postal Ballot Form in indelible ink(avoid filling it by using pencil etc.)
6. Where the postal ballot form has been signed by an authorized representative of a body corporate/ Trust/ Society etc. a certified copy of the relevant authorization to vote on the postal ballot should accompany the postal ballot form. Where the form has been signed by the President of India or the Governor of a State, a certified copy of the nomination should accompany the ballot form. A Member may sign the form through an Attorney, specifically appointed for this purpose, in which case an attested true copy of the Power of Attorney should also be attached to the ballot form.
7. Duly completed envelopes addressed to the Scrutinizer containing the Postal Ballot Form should reach Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032 not later than 5:00 p.m on 06 October 2018. All Postal Ballot Forms received after the above time and date will be treated as if reply/Postal ballot Form from such shareholder has not been received.
8. A Shareholder may request for a duplicate postal ballot form, if so required. However, the duly filled induplicate postal ballot form should reach the Scrutinizer not later than the date mentioned in item no. 5 above.
7. Voting rights shall be reckoned on the paid up value of the equity shares registered in the name of the shareholder(s) as on the cut-off date i.e., 24 August, 2018.
8. The Scrutinizer's decision on the validity of the Postal Ballot form shall be final.
9. The vote of a Member will be considered in valid on any of the following grounds:
  - a. if the Member's signature does not tally, or if the Postal Ballot Form is not signed as per the process mentioned above;
  - b. if the Member has marked his/her/its vote both `FOR' and `AGAINST' in the Postal Ballot Form in such a manner that the aggregate shares voted FOR' and `AGAINST' exceeds the total number of shares held under serial no.4 of the Postal Ballot Form;
  - c. if the ballot paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the identity of the Member or the number of votes or as to whether the votes are in favour or against or inability of the signature to be verified or on one or more of the above grounds.
  - d. Member(s) shall opt for one mode of voting. If a Member has opted for e-voting then he should not vote by physical ballot and vice-versa. However, if the Members cast their vote by physical ballot as well as through e-voting, then the voting through e-voting shall prevail and physical ballot shall be invalid.