



Liberty Shoes Ltd.

Regd. Office : Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail, P.O. Bastara, Distt. Karnal-132 114 (Haryana).

Tel.: (91) - 1748 - 251101 ~ 03, Fax: (91) - 1748 - 251100

CIN: L19201HR1986PLC033185

E-mail: investorcare@libertyshoes.com www.libertyshoes.com

BALLOT FORM

(To be returned to the Scrutinizer appointed by the Company)

1. Name of Member(s)
2. Registered Address
3. Folio No. #/ DP ID No. & Client ID No.
4. Number of Equity Shares held
5. I/ We hereby exercise my/our vote in respect of the following resolutions to be passed at 30th Annual General Meeting of the Company, to be held on Monday, 19th September, 2016 at 13th Milestone, G.T. Karnal Road, P.O. Bastara, Distt. Karnal- 132 114, Haryana (India) in respect of the businesses as set out in the in the Notice dated 30th May, 2016 by conveying my/our assent or dissent to the said resolution(s) by placing the tick (✓) mark at the box against the respective matters:

Sl. No.	Description of the business as set out in the Notice dated 30th May, 2016	No. of Shares	Type of Resolution	I/ We assent to the Resolution (FOR)	I/ We dissent to the Resolution (AGAINST)
ORDINARY BUSINESS					
1.	To receive, consider and adopt: a) the Audited Financial Statement of the Company for the Financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon. b) the Audited Consolidated Financial Statements of the Company for the Financial year ended March 31, 2016 together with the Reports of the Auditors thereon.				
2	(a) To appoint a Director in place of Sh. Adeesh Kumar Gupta (DIN - 00137612), who retires by rotation and being eligible offers himself for re-appointment. (b) To appoint a Director in place of Sh. Ashok Kumar (DIN- 06883514), who retires by rotation and being eligible offers himself for re-appointment.				
3	To ratify the appointment of Auditors of the Company, and to fix their remuneration				
SPECIAL BUSINESS					
4	Re-appointment of Sh. Adeesh Kumar Gupta (00137612) as an Executive Director for a further period of 2 years w.e.f. 1st October, 2016				

Place: _____

Date: _____

E-mail Address: _____

(Signature of the Shareholder/Beneficial Owner)

To be provided by the Member(s) holding equity shares in physical form.

EVSN (E-Voting Sequence Number)
160823011

Note: Kindly read the instructions printed overleaf before filling the form and in the Notice dated 30th May, 2016 carefully before exercise your vote.

INSTRUCTIONS

1. This Ballot Form provided for the benefit of members who do not have access to remote e-voting facility, to enable them to send their assent or dissent by post.
2. Shareholder desiring to exercise vote by postal ballot form may complete and sign the ballot form printed overleaf and send it to Mr. Suresh Gupta, Chartered Accountants, The Scrutinizer, Liberty Shoes Limited, 4/42, Punjabi Bagh, New Delhi-110026 in the attached sealed self-addressed pre-paid envelope. Postage will be borne by the Company. However envelopes containing postal ballot, if sent by any other mode at the expense of the registered shareholder will also be accepted. The Postal Ballot(s) may also be deposited personally.
3. Voting Rights: Shareholders holding equity shares shall have one vote per share as shown against their holding and the shareholders can vote for their entire voting rights as per their discretion.
4. The self addressed pre-paid envelope contains the address of the scrutinizer appointed by the Board of Directors for the above Annual General Meeting.
5. 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.
6. Unsigned Ballot Form or incomplete Ballot Form will be rejected.
7. Duly signed Ballot Form should reach the Scrutinizer not later than the close of working hours of Saturday, 17th September, 2016 at 5.00 p.m. All Ballot Forms received after this date will be strictly treated as if reply from such shareholder has not been received.
8. A shareholder may request for a duplicate Ballot Form, if so required. However, the duly filled in duplicate Ballot Form should reach the Scrutinizer not later than the date specified at item 7 above.
9. Voting rights shall be reckoned on the paid up value of the shares registered. In the name of the shareholder as on the cut-off date i.e. Monday, 12th September, 2016.
10. In case of shares held by Companies, Trusts, Societies etc. the duly filled in Ballot Form should be accompanied by a certified true copy of the appropriate Resolution.
11. In case of the Ballot Form is signed by the holder of power of attorney reference to the power of attorney registration with the Company should be mentioned in the Ballot Form. In case a Ballot Form has been signed by an authorized representative of a body corporate, a certified copy of the relevant authorization to vote on the Resolutions as mentioned in the Notice to the 30th Annual General Meeting through Ballot Form facility should accompany the Ballot Form. Where the Ballot Form has been signed by a representative of the President of India or of the Governor of a State, a certified copy of the nomination should accompany the Ballot Form.
12. Shareholders are requested not to send any other paper along with the 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.
13. **In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable provisions, if any, the Company is also offers Remote e-voting to all the members. For this purpose, the Company has signed an agreement with CDSL for facilitating Remote e-voting and is pleased to offer Remote e-voting facility for the members to enable them to cast their votes electronically. Members have option to vote either through Remote e-voting or through Ballot Form printed overleaf. If a member has opted for Remote e-voting, then he/she should not vote by Ballot Form also and vice-a-versa. However, in the event member casts his votes through both the processes i.e. Remote e-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.**
14. The detailed instructions and process for Remote e-voting has been given in the notes to the Notice dated 30th May, 2016.
15. Members who have registered their e-mail ids for receipt of documents in electronic mode under the Green Initiative of MCA have been sent Ballot Form by e mail and the members who have not registered their e-mail ids with RTA/Depository Participants or requested for Physical copy of Annual Report have been sent Ballot Form in printed mode. Members who wish to vote through Ballot Form can also obtain the Ballot Form from Registrar and Share Transfer Agent (RTA), M/s. Link Intime India Private Limited, 44, Community Centre, Naraina Industrial Area Phase-I, New Delhi-110028 or from the Company at its Registered Office and fill in the details and send the same to the Scrutinizer by Post at the address given at above.
16. The Resolutions, if assented by requisite majority, shall be considered as passed on the date of 30th Annual General Meeting, schedule to be held on Monday, 19th day of September, 2016.