



ACC Limited

Registered Office: Cement House, 121, Maharshi Karve Road, Mumbai-400 020.

Tel.: +91 22 33024321 Fax: +91 22 66317458

CIN: L26940MH1936PLC002515

Website: www.acclimited.com Email-id: ACC-InvestorSupport@acclimited.com

BALLOT FORM

Serial No.

(1) Name(s) of Member(s)
including joint holders, if any

(2) Registered Address of the Sole/
First named Member

(3) Registered Folio No./
DPID No./Client ID No.

(4) No. of shares held

I/We hereby exercise my/our vote(s) in respect of the Resolutions said out in the Notice of the Extraordinary General Meeting (EGM) of the Company to be held on Wednesday, September 10, 2014 by recording my/our assent or dissent to the said Resolutions by placing the tick (✓) mark in the appropriate box(es) below :

| Item No. | Resolutions | Resolutions | | |
|----------|---|-------------|---------|--------------|
| | | For | Against | No of Shares |
| 1. | Appointment of Mr N S Sekhsaria as an Independent Director | | | |
| 2. | Appointment of Mr Shailesh Haribhakti as an Independent Director | | | |
| 3. | Appointment of Mr Sushil Kumar Roongta as an Independent Director | | | |
| 4. | Appointment of Mr Ashwin Dani as an Independent Director | | | |
| 5. | Appointment of Mr Farrokh Kavarana as an Independent Director | | | |
| 6. | Appointment of Mr Arunkumar Gandhi as an Independent Director | | | |
| 7. | Appointment of Ms Falguni Nayar as an Independent Director | | | |
| 8. | Appointment of Mr Harish Badami as an Additional Director | | | |
| 9. | Appointment of Mr Harish Badami as the CEO & Managing Director of the Company | | | |

Mumbai
July 24, 2014

(Signature of the Member)

----- Cut Here -----

| EVSN (Electronic Voting Sequence Number) | User ID | Password |
|--|---------|----------|
| | | * |

*Please see instructions relating to e-voting

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on September 3, 2014 at 9 a.m. and ends on September 5, 2014 at 5 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Record Date viz. July 18, 2014, 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) Next, click on Shareholders.
- (iv) Now Enter your 'User ID' as printed overleaf. Please refer instructions below.

Members holding shares in Demat form

- a. For CDSL: Enter your 16 Digit Beneficiary ID,
- b. For NSDL: Enter 8 Character DP ID followed by 8 Digit Client ID,

Members holding shares in Physical Form

Please enter Folio Number registered with the Company.

- (v) Next enter the Image Verification as displayed and then click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com earlier for the purpose e-voting in respect of any other company, then use the same password you had earlier used.
- (vii) If you are a first time user follow the steps given below:

| | For Members holding shares in Demat Form and Physical Form |
|-----------------------|--|
| PAN | <p>If you have a PAN, enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Depository Participant are requested to use the first two letters of their name in CAPITAL letters and the 8 digits of the Demat A/c Number in the PAN field. Members who have not updated their PAN with the Company are requested to use their Folio Number. In case the Folio Number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters after the salutation. Eg. If your name is Mr. Ramesh Kumar with Folio Number R00001 then enter RA00000001 in the PAN field. |
| DOB | <p>Enter your Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p> |
| Dividend Bank Details | <p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the number of shares in the Dividend Bank details field. |

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, Members 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 may also be used by the demat holders for voting on resolutions of any other company where 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) Then, click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) 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.
- (xii) Then, click on the "RESOLUTIONS FILE LINK," if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out a print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and signature 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 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 a PDF format in the system for the scrutinizer to verify the same.
- (xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under 'Help' section or write an email to helpdesk.evoting@cdslindia.com.