

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

**APPLICATION FORM FOR TENDERING EQUITY SHARES OF  
JOLLY BOARD LIMITED  
AT THE EXIT PRICE OF ₹ 1000/- PER EQUITY SHARE**

Unless the context otherwise requires and specifies, capitalized expressions in this Application Form have the same meanings as defined in the enclosed Exit Offer Letter dated August 30, 2013 (“Exit Offer Letter”) for acquiring equity shares in Jolly Board Limited by Jolly Exports Pvt. Limited by way of an Exit Offer.

<b>EXIT PERIOD OPENS</b>	<b>Wednesday September 11, 2013</b>	<b>EXIT PERIOD CLOSES</b>	<b>Wednesday September 10, 2014</b>
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This Application Form, duly filled and signed along with the applicable enclosures should be delivered by hand or sent by registered post / courier (at your own cost and risk) with the envelope marked “JOLLY BOARD – EXIT OFFER” to the Registrar to the Exit Offer, at any of the addresses given below:

**SHAREX DYNAMIC (INDIA) PVT. LIMITED**  
 Unit No. 1, Luthra Industrial Premises,  
 Andheri Kurla Road, Safed Pool,  
 Andheri (E), Mumbai 400 072  
**Tel:** +91 22 2851 5606 / 2851 5644 / 2851 6338  
**Fax:** +91 22 2851 2885  
**E-mail:** sharexindia@vsnl.com  
**Website:** www.sharexindia.com  
**SEBI Registration No.:** INR000002102  
**Contact Person :** Mr. B S. Baliga

**Mode of Delivery:** Hand Delivery & Registered Post / Courier

**Box 1: Residual Shareholder’s details (Please use BLOCK CAPITALS)**

**1.1 Sole/First Holder/Other Holders**

Name of Sole/First Holder		PAN	
Address			
Telephone / Mobile No.		Email-id	
2nd Joint Holder		PAN	
3rd Joint Holder		PAN	
4th Joint Holder		PAN	

**1.2 Type of Shareholder (Tick as appropriate)**

<input type="checkbox"/> Individual(s)	<input type="checkbox"/> Hindu Undivided Family	<input type="checkbox"/> Banks, Insurance Cos. & Financial Institutions	<input type="checkbox"/> Mutual Fund
<input type="checkbox"/> Private Body Corporate	<input type="checkbox"/> NRI (non-repatriable)	<input type="checkbox"/> NRI (repatriable)	<input type="checkbox"/> FII
<input type="checkbox"/> Non Domestic Company / OCB	<input type="checkbox"/> Indian Venture Capital Fund	<input type="checkbox"/> Foreign Venture Capital Fund	<input type="checkbox"/> Others (please specify) _____

**Box 2: Signatures**

In case of joint holdings, all holders must sign in the space given below in the same order and as per specimen signatures registered with the Company. By your signature in this Box 2, you will also be deemed to be making the acknowledgements and authorizations set out in Box 7 below.

**PLEASE SIGN IN THE SPACE PROVIDED BELOW**

I/We offer to tender the number of equity shares set out or deemed to be set out in Box 3A / Box 4 in accordance with and subject to the terms and conditions herein, the Exit Offer Letter and the Public Announcement.

Name		Signature
Sole /First holder		
2 <sup>nd</sup> holder		
3 <sup>rd</sup> holder		
4 <sup>th</sup> holder		

**Box 3A: Details of equity shares held in dematerialized form**

You should insert in the space given below, the number of equity shares held in dematerialized form that you wish to tender to the Promoter/Acquirer at the Exit Price. If the number of equity shares entered below is inconsistent with the number of equity shares deposited into the Demat Escrow Account (detailed in Box 3B below), pursuant to your instruction to your depository participant, the number of equity shares set out in your depository participant instruction will be deemed to be the number of equity shares tendered by you.

I/We hereby tender to the Promoter/Acquirer, the number of equity shares specified below at the Exit Price.

Number of dematerialized equity shares:

The details of my/our depository account and my / our depository participant are as follows:

Depository Participant's Name (DP Name)				
	DP ID	Client ID	Beneficiary Name (as appearing in DP's records)	
NSDL <input type="checkbox"/>				
CDSL <input type="checkbox"/>				

**Box 3B: Depository participant instruction**

You must have instructed the depository participant of the depository account in which your equity shares are presently held, to deposit your equity shares into the Demat Escrow Account as detailed below. Failure to credit your equity shares into the correct depository account may result in rejection of your offer to tender equity shares.

I/We confirm that I/we have enclosed a photocopy/counterfoil of my/our delivery instructions to my / our depository participant (duly acknowledged by such depository participant), crediting my/our equity shares to the Demat Escrow Account detailed below:

Depository	Central Depository Services (India) Limited
Demat Escrow Account Name	JOLLY BOARD EXIT OFFER ESCROW A/C OPERATED BY SHAREX
Name of the Depository Participant	Keynote Capitals Limited
Depository Identification Number	12024300
Client Identification Number	00080413
ISIN Number of the Scrip	INE532G01011

*Please note that the transfer should be in off-market mode. For shares held through National Securities Depository Limited (NSDL), please execute an inter-depository delivery instruction.*

**Box 4: Details of equity shares held in physical form**

You should insert in the space given below the details of your equity shares held in physical form, which you wish to tender to the Promoter/Acquirer at the Exit Price. If the details given below are inconsistent with any of your original share certificate(s) or your share transfer deed enclosed with this Application Form, your original share certificate(s) and your share transfer deed will be deemed to state the correct details of the equity shares which are tendered by you.

Sr. no.	Certificate no.	Registered Folio No.	Distinctive Nos.		No. of equity shares
			From	To	
1.					
2.					
3.					
4.					
5.					
<b>Total no. of equity shares</b>					

*(If the space provided is inadequate please attach a separate continuation sheet)*

**Box 5: Bank account details**

In order to avoid any fraudulent encashment in transit of the payment issued by the Promoter/Acquirer, you may fill in the space below with details of the sole/first holder's bank account and any consideration payable will be paid by issuing an instrument or electronic transfer with the details of the bank account so provided. If you do not fill in Box 5, any consideration payable will be sent in favour of the sole / first holder at the address provided in Box 1.1 above.

Name of the Sole / First holder's bank	
Branch Name and Address	
City & PIN code of the Branch	
Bank Account No.	
Saving/Current/Others (Please specify)	
IFSC Code (In case you wish to receive funds electronically)	

*(Please note that for fund transfer in electronic mode, the transfer would be done at your risk based on the data provided above by you)*

**Box 6: Tax Certification (NRIs / OCBs / FIIs / Non-Resident Residual Shareholders only)**

If you are a NRI, OCB or an FII, please certify whether the equity shares are held on investment / capital account or on trade account.

Please refer to paragraph 6 in the Exit Offer Letter regarding tax to be deducted at source. Residual Shareholders are also advised to consult their tax advisors for the treatment that may be given by their respective assessing officers in their case, and the appropriate course of action that they should take.

- I / We certify that the equity shares referred to in Box 3 / Box 4 of this Application Form are held :
 

<input type="checkbox"/>	On Investment / Capital Account	<input type="checkbox"/>	On Trade Account
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- I / We certify that the tax on the equity shares referred to in Box 3 / Box 4 of this Application Form is to be deducted on account of:
 

<input type="checkbox"/>	Short Term Gains	<input type="checkbox"/>	Long Term Gains	<input type="checkbox"/>	Business Profits
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- Order from Income-Tax authorities enclosed specifying:
 

<input type="checkbox"/>	Non-deduction of tax at source	<input type="checkbox"/>	Deduction at lower rate
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- Permanent Account Number \_\_\_\_\_  
(For Tax Deduction at Source Purpose)
- I / We have enclosed the following (if applicable)
 

<input type="checkbox"/>	Evidence regarding date and cost of acquisition	<input type="checkbox"/>	Evidence of eligibility for claiming any double tax treaty benefit
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**I/We have enclosed the following (Applicable only for FII shareholders):**

Undertaking from FIIs stating their residential status and that it does not have permanent establishment in India and amount received by them as part of the Offer constitutes capital gains and does not constitute business income from them and that similar gains have been taxed as capital gains by the tax authorities in India in the past.

### Box 7: Acknowledgements and authorizations

By signing in Box 2 above, you are deemed to have made each of the following acknowledgements and authorizations that:

- (a) the equity shares you are tendering herewith are free from liens, charges and encumbrances of any kind whatsoever;
- (b) in respect of the equity shares tendered in physical form, original share certificate(s) and signed transfer deed(s) will be held in trust for you by the Registrar to the Exit Offer, until such time as the consideration payable has been dispatched to you or if your offer to tender is not valid or not accepted for any reason, until such time as the equity shares are returned back;
- (c) the Promoter/Acquirer and Registrar to the Exit Offer shall not be liable for any delay/ loss in transit resulting in delayed receipt / non-receipt by the Registrar to the Exit Offer of your Application Form along with relevant enclosures or for the failure to deposit your dematerialized equity shares to the Demat Escrow Account due to inaccurate/incomplete particulars/instructions on your part, or for any other reason;
- (d) the Promoter / Acquirer, Registrar to the Exit Offer or any person authorised by the Promoter/Acquirer or Registrar to the Exit Offer may send by registered post/Speed Post/electronically, at your risk, the pay order /demand draft/electronic fund transfer, in full and final settlement of the amount due to you, and/or other documents or papers or correspondence to the sole/first holder at the relevant address mentioned in Box 1.1 above;
- (e) your signature on your depository participant instruction has been duly verified and attested by your depository participant as evidenced by your depository participant's stamp of acknowledgement;
- (f) the Exit Offer Letter and this Application Form are subject to the Delisting Regulations and all applicable regulatory and government approvals, as detailed in the Exit Offer Letter, and that the Promoter/Acquirer reserves the right not to proceed with the acquisition in the event that such approvals, if any, are not obtained;
- (g) if you are a Non-Resident Residual Shareholder, you have enclosed with this Application Form a copy of the original permission which you received from the RBI and the additional consents and confirmations as referred to in paragraph 2 of the Exit Offer Letter, and that if such permission is not enclosed with this Application Form, your offer to tender may be treated as invalid;
- (h) if you are a Non-Resident Residual Shareholder, you have also enclosed with this Application Form the relevant certificate referred to in paragraph 6 of the Exit Offer Letter, and that if such certificate is not enclosed with this Application Form, the Promoter /Acquirer will arrange to deduct tax at the maximum marginal rate as may be applicable to the relevant category of Residual Shareholders on the entire consideration amount payable to such Residual Shareholders;
- (i) the particulars given above are true and correct; and
- (j) you acknowledge having read and understood the contents of the Exit Offer Letter and that you agree with the terms and conditions stated therein.

#### CHECKLIST FOR RESIDUAL SHAREHOLDERS TENDERING EQUITY SHARES IN DEMATERIALISED FORM:

Have you:

- Completed Boxes 1 to 6 of this Application Form?
- Ensured that your equity shares have been credited to the Demat Escrow Account and attached a copy of your duly acknowledged delivery instructions to your depository participant?
- Ensured that, if you are a Non-Resident Residual Shareholder, you have enclosed copies of the documents mentioned in paragraphs 2.1, 2.2, 2.3 and 6 of the Exit Offer Letter?

If so, you may submit your Application Form along with the copy of the depository participant instruction duly acknowledged by the depository participant and other relevant documents to the Registrar to the Exit Offer in accordance with the instructions given above.

#### CHECKLIST FOR RESIDUAL SHAREHOLDERS TENDERING EQUITY SHARES IN PHYSICAL FORM:

Have you:

- Completed Boxes 1 to 6 of this Application Form?
- Ensured that you have completed and enclosed your share transfer deed duly signed by the sole shareholder (or, in case of joint holdings, all registered shareholders) as transferor(s) in accordance with the specimen signatures registered with the Company and the said signature(s) has/have been duly witnessed?
- Ensured that you have enclosed your original share certificate(s)?
- Ensured that you have enclosed duly attested power of attorney, death and succession certificate / legal heirship certificate as may be applicable (in case any shareholder has expired)?
- Ensured that you have enclosed a certified true copy of relevant resolution of the board of directors / authorization (in case of body corporate)?
- Ensured that, if you are a Non-Resident Residual Shareholder, you have enclosed copies of the documents mentioned in paragraphs 2.1, 2.2, 2.3 and 6 of the Exit Offer Letter?
- Ensured that a copy of self attested PAN card is enclosed

If so, you may submit your Application Form along with the duly filled transfer deed, original share certificates and other relevant documents to the Registrar to the Exit Offer in accordance with the instructions given above.

**Notes:**

1. All documents / remittances sent by / to the shareholders will be at their risk and shareholders are advised to adequately safeguard their interests in this regard.
2. Please read these notes along with the entire contents of the Exit Offer Letter
3. In the case of person(s) other than Individual, any documents, such as a copy of a power of attorney, board resolution, authorization, death certificate, etc, as applicable and required in respect of support / verification of this Application Form shall also be provided otherwise the Application Form shall be liable for rejection.
4. The number of shares tendered under the Exit Offer should match with the number of shares specified in the share certificate(s) enclosed or shares credited in the Demat Escrow Account under the respective Client ID number.
5. The consideration shall be paid in the name of Sole/ First Holder
6. **FOR EQUITYSHARES HELD IN DEMATERIALISED FORM:**
  - a) Before submitting this Application Form to the Registrar to the Offer, please issue necessary instructions to your depository participant (where you hold the depository account in which the Equity Shares of Jolly Board Limited are presently held) to credit your Equity Shares into the Demat Escrow Account (whose details are below).
  - b) A photocopy of the Delivery instruction or counterfoil of the Delivery Instruction Slip furnished to the depository participant of your depository account (duly acknowledged by such depository participant) as proof of credit of your Equity Shares to the Demat Escrow Account ("Depository Participant Instruction") should be attached to this Application Form.

Depository	Central Depository Services (India) Limited
Demat Escrow Account Name	JOLLY BOARD EXIT OFFER ESCROW A/C OPERATED BY SHAREX
Name of the Depository Participant	Keynote Capitals Limited
Depository Identification Number	12024300
Client Identification Number	00080413
ISIN Number of the Scrip	INE532G01011

***Please note that the transfer should be in off-market mode. For shares held through National Securities Depository Limited ("NSDL"), please execute an inter-depository delivery instruction.***

- c) It is the sole responsibility of shareholders to ensure that their Equity Shares are credited to or pledged in favour of the Special Depository Account before the Exit Period ends.
7. **FOR EQUITY SHARES HELD IN PHYSICAL FORM:** Before submitting this Application Form to the Registrar, you must execute valid Share Transfer Deed(s) in respect of the Equity Shares intended to be tendered under the Exit Offer and attach thereto all the relevant Physical Share Certificate(s). The share transfer deed(s) shall be signed by the shareholder (or in case of joint holdings by all the joint holders in the same order) in accordance with the specimen signature(s) recorded with the Company and shall also be duly witnessed. A copy of any signature proof may be attached to avoid any inconvenience.

In case, the sole / any joint holder has died, but the share certificate(s) are still in the name of the deceased person(s), please enclose the requisite documents, i.e., copies of death certificate/ will/ probate/ succession certificate and other relevant papers, as applicable.

*(Continued...)*

**ACKNOWLEDGEMENT SLIP**  
Exit Offer by Jolly Exports Pvt. Limited, for  
**JOLLY BOARD LIMITED**

Received from Mr./Mrs./Ms./M/s. \_\_\_\_\_ Contact Nos: \_\_\_\_\_  
\_\_\_\_\_ an Application Form offering \_\_\_\_\_ equity shares of Jolly Board Limited at an Exit Price Bid Price of ₹ 1000/- per Share to the Promoter / Acquirer, together with:

Transfer Deed and Share Certificates with Nos. _____	Copy of Depository Participant Instruction Slip for account: DP Name _____ DP ID _____ Client ID _____
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Signature of Official: \_\_\_\_\_ Date of receipt: \_\_\_\_\_

8. **FOR UNREGISTERED SHAREHOLDERS:** Unregistered shareholders should enclose, as applicable, (a) this Application Form, duly completed and signed in accordance with the instructions contained therein, (b) Original Share Certificate(s), (c) Original broker contract note, (d) Valid share transfer form(s) as received from the market, duly stamped and executed as the proposed transferee(s) along with blank transfer form duly signed as transferor(s) by the said proposed transferee(s) and witnessed at the appropriate place. The transfer deed should be in favour of "Jolly Exports Pvt. Limited". All other requirements for valid transfer will be precondition for acceptance.
9. In case of Residual Shareholders resident in India, even in the event of non-receipt of the duly completed Application Form, but receipt of original share certificate(s) and duly signed valid share transfer deed, the Exit Offer would be deemed to have been accepted by the resident Residual Shareholders. Similarly in case of non-receipt of documents, but receipt of the Shares in the Demat Escrow Account, the Promoter / Acquirer may deem the Offer to have been accepted by the Residual Shareholders.

**Important Note:** Consideration will be paid to all the valid applicants at periodic interval of One (1) month for the full period of offer. Thus the applications submitted by shareholders till the end of a particular month will be processed and accordingly payment would be made to applicants within 15 days of the subsequent month.

**THE APPLICATION FORM IS TO BE SUBMITTED TO THE REGISTRAR TO THE OFFER ONLY AND BY HAND DELIVERY OR BY REGISTERED POST OR COURIER ALONG WITH ALL APPLICABLE DOCUMENTS**

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*All future correspondence should be addressed to*

**SHAREX DYNAMIC (INDIA) PVT. LIMITED**  
Unit No. 1, Luthra Industrial Premises,  
Andheri Kurla Road, Safed Pool,  
Andheri (E), Mumbai 400 072  
**Tel:** +91 22 2851 5606 / 2851 5644 / 2851 6338  
**Fax:** +91 22 2851 2885  
**E-mail:** sharexindia@vsnl.com  
**Website:** www.sharexindia.com  
**SEBI Registration No.:** INR000002102  
**Contact Person :** Mr. B S. Baliga