

DRAFT LETTER OF OFFER

FOR CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF TUMUS ELECTRIC CORPORATION LIMITED

TUMUS ELECTRIC CORPORATION LIMITED

Company Identification Number :- L31300MP1973PLC001186

Registered Office Address – Rani Baug, P B Chorahta, Rewa (M.P) ,Rewa ,Madhya Pradesh ,486006

Corporate Office – 1207/A P J Towers, Dalal Street, Fort, Mumbai 400 001

[●], 2014

Website: www.tumuselectric.com; E-mail address: compliance.tumus@gmail.com

OFFER FOR 4,61,025 EQUITY SHARES OF 10/- EACH FOR CASH AT par AGGREGATING TO Rs. 46,10,250/- ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF THE COMPANY IN THE RATIO OF 9 EQUITY SHARES FOR EVERY 10 EQUITY SHARE HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS [●], 2014.

Dear Member,

The Board of Directors of the company has decided to raise funds to strengthen its financial position and support its day to day operations. In view thereof, the company intends to raise the required funds by way of induction of the fresh equity share capital from the existing shareholders of the company by way of rights issue to the existing shareholders of the company

Our company intends to utilize the proceeds from issue towards funding the following objects:

1. General Corporate Purposes
2. Repay loans

The fund requirements and deployment described herein above are based on internal management estimates and have not been appraised by any bank, financial institution or any other external agency. These are based on current circumstances of our company.

We may have to revise our fund requirements and deployment as a result of changes in commercial and other external factors, which may not be within the control of our management. This may entail rescheduling, revising or cancelling the fund requirements for a particular purpose from its fund requirements mentioned below, at the discretion of our management. Accordingly the net proceed would be used to meet all or any of the uses of the funds described herein.

LETTER OF OFFER

The Board of Directors passed a resolution at its meeting held on August 28, 2014 approving the aforesaid rights issue of 4,61,025 equity shares of 10/- each for cash at par (Face value of 10/-, and premium Nil) on a rights basis to the existing equity shareholders of the company in the ratio of 9 equity shares for every 10 fully paid-up equity share(s) held by the eligible equity shareholders. These shares are being offered to those shareholders whose name appears in Register of Members of the company on [●], 2014 being the Record Date fixed by the Board of Directors. The issue shall remain open for a period of ___ days commencing from [●], 2014 to [●], 2014 till the close of working hours.

As your name appears in the Register of Members on the aforesaid Record Date, you are therefore entitled for equity shares of 10/- for cash at par (Face value of 10/- and premium of Rs. Nil) under this rights offer in the ratio of 9 equity shares for every 10 fully paid-up equity share(s) held by you in the Company on [●], 2014

OTHER TERMS OF ISSUES:

1. The equity shares proposed to be issued are subject to the terms and conditions contained in this Letter of Offer including Composite Application Form, the Memorandum of Association and Articles of Association, the applicable laws including Companies Act, 2013, The listing agreement with BSE Limited and guidelines issued by statutory authority and bodies from time to time. All rights/obligations of eligible equity shareholders in relation to application and refunds pertaining to this issue shall apply to the renouncee(s) as well.
2. The company's existing Equity Shares are listed on the BSE Limited. The trading of the shares are currently under suspension. The Company has received "in-principle" approval for the listing of the Rights Equity Shares from BSE Limited vide their letter no. [●] dated [●]
3. Since the aggregate value of securities offered in the rights issue is less than rupees fifty lakh, the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2009 are not applicable to this Rights Issue
4. The current capital Structure of the company is as under
 - a. Authorized - 10,00,000 equity shares of Rs. 10/- each
 - b. Issued, subscribed and paid up - 2,45,000 equity shares of Rs. 10/- each
5. The ISIN number of the equity shares of the company is INE064R01012
6. The new equity shares proposed to be issued shall rank in all respects pari-passu with existing fully paid up equity shares and that the equity shares so allotted during the financial year shall be entitled to dividend, if any, declared including other corporate benefits, if any, for the financial year in which the allotment has been made and subsequent years.
7. The face value of equity shares of the company is 10/-.
8. In terms of Section 72 of the Companies Act, 2013, nomination facility is available in case of equity shares. The applicant can nominate any person by providing the relevant details in the Application Form. The sole equity shareholder or first equity shareholder, along with other joint equity shareholders (being individual(s) may nominate any person(s) who, in the event of the death of the sole holder or all the joint-holders, as the case may be, shall become entitled to the equity shares. Person(s), being a nominee, becoming entitled to the equity shares by reason of the death of the original equity shareholder(s), shall be entitled to the same rights to which he would be entitled if he/she were the registered holder of the equity shares. Where the nominee is a minor, the equity shareholder(s) may also make a nomination to appoint, in the prescribed manner, any person to become entitled to the equity share(s), in the event of death of the said holder, during the minority of the nominee. A nomination shall stand rescinded upon the sale/disposal of the equity share by the person nominating in case the allotment of equity shares is in dematerialized form, there is no need to make a separate nomination for the equity shares to be allotted in this rights issue. Nominations registered with respective depository participant of the applicant would prevail. If the applicant requires changing the nomination, they are requested to inform their respective depository participant.
9. The equity shares are being offered for subscription for cash to those existing Equity Shareholders, whose names appear as registered owners of the company as on [●], 2014.

10. Full Amount of issue price of Rs.10/- is payable on application. Applicants shall deposit with the company 100% of the consideration amount along with Application Form on or before issue closure date i.e. [■], 2014
11. Refund, if any, shall be made within 15 days from the closure of the Issue
12. The equity shares are being offered on a right basis to the eligible equity shareholders in the ratio of 9 Equity Shares for every 10 equity shares held as on the Record Date. Therefore, there is no possibility of fractional entitlement
13. Where two or more persons are registered as the holders of any equity shares, they shall be deemed (so far as the company is concerned) to hold the same as joint-tenants with benefits of survivorship subject to provisions contained in the Articles.
14. The equity shares issued under this rights issue and purchased by NRI shall be subject to the same conditions including restrictions in regard to the repatriability as are applicable to the previously held equity shares against which equity shares under the rights issue are issued. The Board of Directors may at its absolute discretion, agree to such terms and conditions as may be stipulated by RBI while approving the allotment of equity shares, payment of dividend etc. to the equity shareholders who are NRI.
15. If any equity share certificate(s) is/are mutilated or defaced or the pages for recording transfers of equity shares are fully utilized, the company against the surrender of such Certificate(s) may replace the same, provided that the same will be replaced as aforesaid only if the certificate numbers and the distinctive numbers are legible. If any equity share certificate(s) is/are destroyed, stolen, lost or misplaced, then upon production of proof thereof to the satisfaction of the company and upon furnishing such indemnity/ surety and/or such other documents as the company may deem adequate, duplicate equity share certificate(s) shall be issued.
16. The Equity Shareholders will be having the following five options
 - a. Apply for his Rights Entitlement in full;
 - b. Apply for his Rights Entitlement in part (without renouncing the other part);
 - c. Apply for his Rights Entitlement in full and apply for additional Rights Equity Shares;
 - d. Renounce his entire Rights Entitlement to one or more renounees; or
 - e. Apply for his Rights Entitlement in part and renounce the other part.
17. 2. Cheques should be issued in the name of "Tumus Electric Corporation Limited – Rights Issue" and sent to the company or to the company Registrar and Transfer Agent Purva Sharegistry (India) Pvt. Ltd. Having address at Unit no. 9, Shiv Shakti Ind. Estt., J .R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai 400 011
18. For resident Indian shareholders, application should be made only on the enclosed Application provided by the company. The enclosed Application Form should be completed in all respects, as explained in the instructions indicated in the Composite Application Form. Payment shall be made by cheque/bank draft drawn on any bank. For non-resident shareholders, applications received from the non-resident equity shareholders for the allotment of equity shares shall, inter alia, be subject to the conditions as may be imposed from time to time by the Reserve Bank of India, in the matter of refund of application moneys, allotment of equity shares, issue of Letters of Allotment/ certificates/ payment of dividends etc. For NRIs holding shares on non-repatriation basis, payment may also be made by way of cheque drawn on non-resident ordinary (NRO) account maintained in Mumbai. All cheques/bank drafts accompanying the Application Form should be crossed A/c Payee Only. Alternatively, the shareholders may apply through ASBA (Applications Supported by Blocked Amount) option which has been made available

19. You may accept this offer and apply for the equity shares offered, either in full or in part by filling the enclosed Composite Application Form. You may apply for the equity shares offered wholly or in part by filling in the enclosed Application Form and submitting the same along with the application money to the company on or before issue closure date i.e. [2], 2014. The Composite Application Form should be complete in all respects, as explained in the INSTRUCTIONS indicated in the Composite Application Form. The Composite Application Form should not be detached under any circumstances, otherwise the application(s) will be rejected forthwith.
20. You are also eligible to apply for additional equity shares over and above the number of equity shares offered to you provided you have applied for all the shares offered to you without renouncing them in full or in part. If you desire to apply for additional equity shares, you may fill in the number of additional equity shares in the Application Form.
21. You may renounce all or any of the equity shares; you are entitled to in favour of any individual, limited companies, or statutory corporations / institutions as follows:
 - a. If you wish to renounce this offer in whole, please complete the Application Form enclosed with the Letter of Offer for the number of equity shares renounced and deliver the Application Form duly signed to the person(s) in whose favour the equity shares are so re-nounced. The person(s), in whose favour the offer has been renounced (renouncees) should complete and sign the Annexure 1 to the Application Form
 - b. If you wish to apply for equity shares jointly with any person(s) who is/are not already joint holder(s) with you, then it would amount to renunciation and the procedure of renunciation as mentioned above shall have to be followed. Even a change in the sequence of the name of joint holders shall amount to renunciation and the procedure as stated above shall have to be followed. Further, this right of renunciation is subject to the express condition that the Board shall be entitled in its absolute and unqualified discretion to reject any such request for allotment of equity shares from renouncee(s) without assigning any reason thereof save where the equity shares have been renounced in favour of a person who is already a member of the company.
22. Please note that the Composite Application Form must not be used by any person(s) other than those in whose favour this offer has been made. If used, this will render the application invalid
23. Composite Application Forms duly completed together with cash/cheque/demand draft for the application money must be submitted before the close of the subscription list to the registrar to the issue, i.e. Purva Sharegistry (India) Pvt. Ltd. Having address at Unit no. 9, Shiv Shakti Ind. Estt., J .R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai 400 011. The applications are required to strictly adhere to these instructions. Failure to do so could result in the application being liable to be rejected by the company.
24. The last date for receipt of Application Form together with the amount payable on application is [2], 2014. If the relevant Application Form together with amount payable thereunder is not received by the company on or before the aforesaid last date the offer contained in this Letter of Offer shall be deemed to have been declined and the Board shall be at liberty to dispose of the equity shares as offered in such manner which is not disadvantages to the shareholders and the company. And in a manner as permitted by law
25. To avoid any misuse of instruments, the applicants are advised to write the application number and name of the first applicant on the reverse of the cheque / demand draft.
26. The Basis of allotment shall be finalised by the Board or Committee authorised by the Board in the following order of priority:

- a. Full allotment to the shareholders/ renounees who have applied for their rights entitlement either in full or in part.
 - b. In case of surplus shares available, allotment to the original shareholders who have applied for additional shares provided that they have applied for all the shares offered to them. In case of oversubscription, the allotment would be made on the ratio of the original holding of the applicant as on the record date
 - c. In case of surplus shares still available, allotment to the renounees who have applied for additional shares provided that they have applied for all the shares offered to them. In case of oversubscription, the allotment would be made on the ratio of the original holding of the applicant as on the record date
 - d. Allotment to any other person as the Board or Committee authorised by the Board may in their absolute discretion, deem fit, provided there is surplus available after allotment under above in a manner a permitted by law
27. Shareholders holding shares in the demat form shall be allotted shares in the demat form, and shareholders holding shares in the physical form shall be allotted certificates in the denominations of 1, 5, 10, 50 shares in compliance with Clause 4(a) of the Equity Listing Agreement, which would be split on receipt of written requests at no charge. An applicant has the option to seek allotment in physical or demat mode. An applicant who seeks allotment in demat mode must mention the Beneficiary Account number maintained with any of the Depository Participants (DP) of NSDL or CDSL registered with SEBI in the the application. Such applicants must provide the relevant details (including the Beneficiary Account Number and Depository Participant's ID Number) in the Application Form. Names in the Application Form should be identical to those appearing in the account details in the Depository. In case of joint holders, the name should necessarily be in the same sequence as they appear in the account details in the Depository. No separate application for demat and physical shares is to be made. The applicant is responsible for the correctness of the applicants demographic details given in the share application form vis-a-vis those with his/her DP. Equity shares allotted in demat mode will be credited directly to the respective Beneficiary Account.
28. IMPERSONATION Attention of the applicants is specifically drawn to the provisions of Sub-Section (1) of Section 38 of the Companies Act, 2013 which is reproduced below: "Any person who-(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name. shall be liable for action under section 447 of the Companies Act, 2013. Section 447: Without prejudice to any liability including repayment of any debt under this act or any other law for the time being in force, any person who is found to be guilty of fraud, shall be punishable with imprisonment for a term which shall not be less than six months but which may extend to ten years and shall also be liable to fine which shall not be less than the amount involved in the fraud, but which may extend to three times the amount involved in the fraud; Provided that where the fraud in question involves public interest, the term of imprisonment shall not be less than three years.
29. The following documents are available for inspection at the registered office of the Company
- a. Copy of Memorandum and Articles of Association
 - b. Copy of Annual Report for Financial Year ended 2013-14

30. The financials results, shareholding pattern and details instructions on how to apply is being made available website of the company www.tumuselectric.com
31. This letter of Offer and any claims arising there from shall be subject to the jurisdiction of courts at Mumbai, India.
32. For any query in filling the form/ non-receipt of Letter of Offer/ CAF/ Allotment advice etc., shareholders may contact the company of the Registrars

For Tumus Electric Corporation Limited

| | |
|---|------------------------------------|
| Sd/- (Navin Chandra Patel) Director Place : Mumbai Date : [●], 2014 | Sd/- (Rupesh Parde) Director |
|---|------------------------------------|

Encl.: Application form

Unique Serial No. _____

COMPOSITE APPLICATION FORM (CAF)
FOR EQUITY SHAREHOLDERS OF TUMUS ELECTRIC CORPORATION LIMITED

Company Identification Number :- L31300MP1973PLC001186

Registered Office Address – Rani Baug, P B Chorahta, Rewa (M.P) ,Rewa ,Madhya Pradesh ,486006
Corporate Office – 1207/A P J Towers, Dalal Street, Fort, Mumbai 400 001

OFFER FOR 4,61,025 EQUITY SHARES OF 10/- EACH FOR CASH AT PAR AGGREGATING TO Rs. 46,10,250/- ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF THE COMPANY IN THE RATIO OF 9 EQUITY SHARES FOR EVERY 10 SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON [], 2014

Share Application Form

Part A: Form of Application by eligible equity shareholders for accepting the Rights Equity Shares offered as a part of this Issue, in full or in part, and for applying for additional Rights Equity Shares;

Part B: Form for renunciation of Rights Equity Shares;

Part C: Form for application of the Rights Equity Shares by the Renounees; and

Part D: Form for request for the Split Application Form (SAFs).

PART A

To,
The Board of Directors,
Tumus Electric Corporation Limited
Rani Baug, P B Chorahta, Rewa (M.P) ,Rewa,
Madhya Pradesh ,486006

Dear Sirs,

- I/We hereby accept and apply for allotment of the Equity Shares mentioned in Block III below in response to the Letter of Offer dated [] offering the Equity Shares to me/us on rights basis.
- I/We also apply for additional Equity Shares indicated in BLOCK IV below and agree to accept these Equity Shares or whatever lesser number of Equity Shares as may be allotted by the Company in terms of the Abridged Letter of Offer / Letter of Offer.
- I/We enclose the amount specified in BLOCK VI below at the rate of Rs. 10/- per Equity Share payable on application on the total number of Equity Shares specified in BLOCK V below.
- I/We agree to accept the Equity Shares allotted to me/us and to hold such Equity Shares upon the terms and conditions of the said Letter of Offer, this CAF and subject to the provisions of the Companies Act, 2013, Companies Act 1956 (to the extent applicable) the Memorandum and Articles of Association of the Company and the Equity Share Certificate(s) to be issued in this regard.
- I/We undertake that I/we will sign all such other documents and do all other such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares in respect of which this application may be accepted.
- I/We also agree to accept the shares subject to laws, as applicable, guidelines, notifications and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI/Government of India/RBI and/or other authorities.
- I/We hereby solemnly declare that I am/we are not applying for the Equity Shares in contravention of section 269SS of the Income-Tax Act, 1961.

Overseas Shareholders

- I/We understand that neither the Rights Entitlement nor the Equity Shares have been, and will be, registered under the United States Securities Act of 1933, as amended (the "US Securities Act") or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (the "United States"). I/we understand the Equity Shares referred to in this application are being offered in India but not in the United States. I/we understand the offering to which this application relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlement for sale in the United States, or as a solicitation therein of an offer to buy any of the said Equity Shares or Rights Entitlement in the United States. Accordingly, I/we understand this application should not be forwarded to or transmitted in or to the United States at any time. I/we understand that none of the Company, the Registrar, the Lead Manager or any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who the Company, the Registrar, the Lead Manager or any other person acting on behalf of the Company has reason to believe is, a resident of the United States or is ineligible in the issue under the securities law of their jurisdiction .
- I/We will not offer, sell or otherwise transfer any of the Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each

account for which we are acting satisfies, all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

- I/We understand and agree that the Rights Entitlement and Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.
- I/We (i) am/are, and the person, if any, for whose account I/we am/are acquiring such Rights Entitlement and/or the Equity Shares is/are, outside the United States, and (ii) is/are acquiring the Rights Entitlement and/or the Equity Shares in an offshore transaction meeting the requirements of Regulation S.
- I/We acknowledge that the Company and their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.

Please tick whichever is applicable.

- I am / We are Indian National(s) resident in India and that I am/we are not applying for the Equity Shares as nominee(s) of any Person who is/are resident outside India or Foreign National(s) or a foreign company or a foreign controlled company.
- I am / We are Non Resident Indian Investors applying on a non-repatriation basis and who have made payments by way of a cheque drawn on NRO Account maintained in India and payable at Mumbai or Rupee Draft purchased out of NRO Account maintained in India and payable at Mumbai.
- I am/ We are Non-Resident Indian Investors and a non-US person applying on a repatriation basis and have made payments by Indian Rupee drafts purchased from abroad and payable at Mumbai or funds remitted from abroad (submitted along with Foreign Inward Remittance Certificate), or by cheque / draft on a Non-Resident External Account (NRE) or FCNR Account maintained in India and payable at Mumbai or by Rupee draft purchased by debit to NRE / FCNR Account maintained in India and payable at Mumbai.
- We are Foreign Institutional Investor(s) registered with SEBI and a non-US person and have remitted fund from special non-resident rupee deposit account.

Representation by Overseas Shareholders: I am/We are located outside of the United States and do not have registered address in the United States and I am/We are not a U.S. Person (as defined in Regulation S under the Securities Act) and am/are not accepting Right Equity Shares and/or making an application for additional Right Equity Shares and /or making an application for additional Rights Equity Shares, as applicable: (1) have read the letter of offer, (2) agree to the representations and warranties made in the letter of offer (3) am/are authorized to acquire the right and the securities in compliance with all applicable laws .

| NUMBER OF EQUITY SHARES HELD ON RECORD DATE i.e. | NUMBER OF EQUITY SHARES OFFERED | NUMBER OF EQUITY SHARES ACCEPTED | NUMBER OF ADDITIONAL EQUITY SHARES APPLIED FOR | TOTAL NUMBER OF EQUITY SHARES APPLIED FOR | TOTAL AMOUNT PAYABLE @Rs. 10/- PER EQUITY SHARE |
|--|---------------------------------|----------------------------------|--|---|---|
| [BLOCK I] | [BLOCK II] | [BLOCK III] | [BLOCK IV] | [BLOCK V] = (BLOCK III + IV) | [BLOCK VI = BLOCK V x Rs.10/-] |
| | | | | | |

PAYMENT DETAILS

| <input checked="" type="checkbox"/> ASBA | <input checked="" type="checkbox"/> NON ASBA |
|--|---|
| I/We CHOOSE TO APPLY THROUGH THE ASBA PROCESS SELF CERTIFIED SYNDICATE BANK(SCSB) DETAILS BANK ACCOUNT NUMBER BANK AND BRANCH ADDRESS Type of A/c : <input type="checkbox"/> Resident Saving <input type="checkbox"/> Resident Current <input type="checkbox"/> NRE <input type="checkbox"/> FCNR <input type="checkbox"/> NRO <input type="checkbox"/> OTHERS Account No. ----- TOTAL AMOUNT TO BE BLOCKED : AS PER BLOCK VI) (Rs. In figures) ----- (Rs. In Words)----- I/We authorize the SCSB to block the amount specified above as part of the ASBA Process. Signature of Bank account holders(s) Place Date | Amount paid Rs. Rupees(in words) By Bank Draft /Cheque No. Dated Drawn on(Bank Name) Branch 9 Digit MICR Code no. |

Other details

| | |
|---|--|
| Contact Details of Sole/First Joint Applicant : | Phone Email |
| Details of Nominee | Name Address If minor, Date of Birth |

| | |
|--|---|
| | Name of Guardian |
| For Refund order, if any, details of Sole /First Applicant : | Type of Account A/c No. Bank and Branch Address IFSC Code |
| Demat details (FOR EQUITY SHARES IN ELECTRONIC FORM) | Depository Name Depository Participant (DP)Name DP ID No. Beneficiary Account Number |

I/We understand that:

- i) in case of allotment of equity share to me/us ,my/our beneficiary account as mentioned above would get credited to the extent of allotted equity shares;
- ii) in case of allotment of equity share to me/us ,if equity shares cannot be credited to my/our beneficiary account for any reasons whatsoever, I/we will be given physical certificate(s) and
- iii) if the name of applicants in this application are not identical and also in the same order as with the beneficiary account details with the above mentioned DP, only physical certificates will be issued

| | Sole/First Applicant | Second Joint Holders | Third Joint Holders |
|------------|----------------------|----------------------|---------------------|
| Signature | | | |
| Name | | | |
| PAN Number | | | |

Note:

(1) Complete Part A if you wish to apply as an equity shareholder (2) Leave Part 'A' blank if you wish to renounce(3) Do not use both parts 'A' and 'B' except upon receiving the Split Forms from the registrar to the issue under circumstances stated in instruction for filing uo CAF in this composit application form overleaf (4) Please check the number of equity shares registered in your name and your entitlement of the number of equity shares as indicated in BLOCK(i) and (ii) respectively, In case you find any mistake in your entitlement ,please intimate the registrar to the issue so that the registrar may amend the same on the basis of the entry in the Register Member on RECORD Date i.e. -----(5) Please read letter of Offer carefully for Further Details (6) In case of joint holders are dead please write the words DECEASED in the space provide for signing and attach a notarized copy of the death certificate along with CAF .

PART 'B'—FORM OF RENUNCIATION

Date: [], 2014

To,
The Board of Directors,
Tumus Electric Corporation Limited
Rani Baug, P B Chorahta, Rewa (M.P) ,Rewa,
Madhya Pradesh 486006

Dear Sirs,

- Pursuant to your Letter of Offer, dated [], I/We hereby renounce my/our rights to the Equity Shares indicated above in Block VII in favour of the person(s) accepting the same and signing PART C below with respect to such Equity Shares [Form of Application by Renouncee(s)]
- I/We have not made any application to the Company for the allotment of these Equity Shares in my/our name(s).

| | Sole/First Applicant | Second Joint Holders | Third Joint Holders |
|------------|----------------------|----------------------|---------------------|
| Signature | | | |
| Name | | | |
| PAN Number | | | |

PART 'C' —FORM OF APPLICATION BY RENOUNCEE(S) (TO BE FILLED IN BY RENOUNCEE(S) ONLY) 'C'

To,
The Board of Directors,
Tumus Electric Corporation Limited
Rani Baug, P B Chorahta, Rewa (M.P) ,Rewa,
Madhya Pradesh ,486006

| | | | |
|---|--|--|---|
| NO. OF EQUITY SHARES ACCEPTED OUT OF BLOCK VII (ABOVE) [BLOCK VIII] | NO. OF ADDITIONAL EQUITY SHARES APPLIED FOR [BLOCK IX] | TOTAL NO. OF EQUITY SHARES APPLIED FOR [BLOCK X] | AMOUNT PAYABLE ON APPLICATION @Rs. 10/- PER EQUITY SHARE [BLOCK XI ((BLOCK X) x Rs. 10 /-)] |
| | | | |

- In terms of your Letter of Offer dated [] and pursuant to the Form of Renunciation signed by the above mentioned shareholder(s), I/We apply for allotment of Equity shares as indicated in Block X above. In respect of these Equity Shares, I/We enclose the amount specified in Block XI being the amount payable on application.
- I/We agree to accept the Equity Shares allotted to me/us and to hold such Equity Shares upon the terms and conditions of the said Letter of Offer and subject to the provisions of the Companies Act, 2013, the Memorandum and Articles of Association of the Company and the Equity Shares to be issued in this regard. I/We authorise you to place my/our name(s) on the Register of Members.
- I/We undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/ our part to enable me/us to be registered as the holders of the Equity Shares in respect of which this application may be accepted.
- I/We also agree to accept the shares subject to laws, applicable guidelines, notifications and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI/Government of India/ RBI and/or other authorities.
- I/We hereby solemnly declare that I am/We are not applying for the Equity Shares in contravention of Section 269SS of the Income-Tax Act, 1961.

Please tick whichever is applicable.

- I am / We are Indian National(s) resident in India and that I am/ we are not applying for the Equity Shares as nominee(s) of any person who is/are resident outside India or Foreign National(s) or a foreign company or a foreign controlled company.
- I am / We are Non Resident Investors applying on a non-repatriation basis and who have made payments by way of a cheque drawn on NRO Account maintained in India and payable at Mumbai or Rupee Draft purchased out of NRO Account maintained in India and payable at Mumbai.
- I am/ We are Non-Resident Investors and a non-US person applying on a repatriation basis and have made payments by Indian Rupee drafts purchased from abroad and payable at Mumbai or funds remitted from abroad (submitted along with Foreign Inward Remittance Certificate), or by cheque / draft on a Non- Resident External Account (NRE) or FCNR Account maintained in India and payable at Mumbai or by Rupee draft purchased by debit to NRE / FCNR Account maintained in India and payable at Mumbai.
- We are Foreign Institutional Investor(s) registered with SEBI and a non-US person and have remitted fund from special Non-Resident Rupee Deposit account
- I/ We agree to the representations made about 'Overseas Shareholders' as given in part A of this CAF.

Please note that

Any renunciation

(i) from a resident Indian Equity Shareholder to a Non-resident, or

(ii) from a Nonresident Equity Shareholder to a resident Indian, or

(iii) from a Non-resident Equity Shareholder to a Non-resident is subject to the renouncer/renounee obtaining the necessary approvals, including from the RBI under FEMA, and such approvals should be attached to the CAF. Applications not accompanied by the above approvals are liable to be rejected.

THE RENOUNCEES ARE ENTITLED TO APPLY FOR ADDITIONAL EQUITY SHARES.

TO BE FILLED BY THE RENOUNCEE(S) IN BLOCK LETTERS

| | Full Name | Father's /Husband's Name | Age | PAN | Signature |
|--|---|--------------------------|-----|-----|-----------|
| Sole /First Applicant | | | | | |
| Second Joint Applicant | | | | | |
| Third Joint Applicant | | | | | |
| Sole/First Applicant Address | Phone /Mobile No. E-mail ID ----- Guardian Details (in case of Minor) | | | | |
| Details of Nominee | Name Address If Minor, Date of Birth Name of Guardian | | | | |
| For Refund order, if any, details of Sole /First Applicant : | Type of Account A/c No. Bank and Branch Address IFSC Code | | | | |
| Demat details (FOR EQUITY SHARES IN ELECTRONIC FORM) | Depository Name Depository Participant (DP)Name DP ID No. Beneficiary Account Number | | | | |

I/We understand that:

- i) in case of allotment of equity share to me/us ,my/our beneficiary account as mentioned above would get credited to the extent of allotted equity shares;
- ii) in case of allotment of equity share to me/us ,if equity shares cannot be credited to my/our beneficiary account for any reasons whatsoever, I/we will be given physical certificate(s) and
- iii) if the name of applicants in this application are not identical and also in the same order as with the beneficiary account details with the above mentioned DP, only physical certificates will be issued
- iv) The market lot for the equity shares of the company in electronic modes is one share . However for what so ever reasons, if the company issues physical certificate only one consolidated certificate will be issued for the entire holding under one folio.

| | Sole/First Applicant | Second Joint Holders | Third Joint Holders |
|-----------|-----------------------------|-----------------------------|----------------------------|
| Signature | | | |
| Name | | | |

PART D- REQUEST FOR SPLIT APPLICATION FORM (SAF)

Important Note : Shareholders cannot utilize both part A and Part B simultaneously i.e. accepting the offer as well as renouncing the offer .If all the parts are filled in, the allotment will be made under part B&C i.e. to the renounce only and the entry in Part A shall be ignored . If you wish to request for SAF fill this part and send the entire CAF to registrar to the issue : Purva Sharegistry (India) Pvt. Ltd. Having address at Unit no. 9, Shiv Shakti Ind. Estt., J .R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai 400 011

To,
The Board of Directors,
Tumus Electric Corporation Limited
Rani Baug, P B Chorahata, Rewa (M.P) ,Rewa,
Madhya Pradesh ,486006

Dear Sir,

Pursuant to your letter of offer , please furnish send me/us SAF as detailed below:

Number of Equity Shares Offered ----- (From Block II of 'Part A')

| Number of SAFs(A) | Number of Equity Shares Desired in Each SAF(B) | Total Number of Equity shares(c) = (A)× (B) |
|--|--|---|
| | | |
| | | |
| | | |
| Total (Must Match with the figure in Block II of Part A) | | |

Signature(s) as per specimen recorded with the Company /Depository

| | Sole/First Applicant | Second Joint Holders | Third Joint Holders |
|-----------|-----------------------------|-----------------------------|----------------------------|
| Signature | | | |
| Name | | | |

GENERAL INSTRUCTIONS

1. Refund pay orders, if any, will be made in favour of the Sole/First applicant and all communication will be addressed to the applicant whose name appears first, at his/her address as stated in the application form.
2. Signatures other than in English, Hindi, Marathi and Gujarati and Thumb impression must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under his/her Official Seal.
3. In case of applications under a Power of Attorney or by Limited Companies or by corporate bodies, the relevant Power of Attorney or the relevant authority as the case may be or duly certified copies thereof must be attached to the application form.
4. Application Form duly completed together with cheque/bank draft drawn on a bank (including a Co-operative, Bank), which is situated at and is a member or sub-member of the Bankers Clearing House located at Mumbai must be delivered to the Registrar to the Issue: Purva Sharegistry (India) Pvt. Ltd. Having address at Unit no. 9, Shiv Shakti Ind. Estt., J .R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai 400 011. In case an application is rejected in full, the whole of the application money and in case of allotment of lesser number of shares than applied for, the balance of the application money received will be refunded to applicants. No interest will be, payable on application money so refunded.
5. Cheques/Draft should be made payable Tumus Electric Corporation Limited (Rights Issue) payable at Mumbai/At Par

6. When the application is for a value of Rs. 50,000/- or more, the applicant or in case of applications in joint names, each of the applicants should mention his/ her Permanent Account No. (PAN) allotted under the Income Tax Act or the GIR No. and the Income Tax Circle/Ward/District and enclose copy of PAN
7. Applicant must ensure that the sequence of names as mentioned in the Application Form matches with sequence of name held with DP. It is in the interest of the investors to verify that correct details of DP and Beneficiary Accounts are given. In case the information is incorrect or insufficient, the application is liable to be rejected.
8. Applicants should note that on the basis of name of the applicants, DP ID and Client ID provided by them, Registrar of the issue will obtain from the depository demographic details of the applicants such as address, bank account details for printing on refund orders, if any, and occupation (hereinafter referred to as demographic details) from the depositories. Hence, applicants should carefully fill in their depository account details in this application form
9. These demographic details would be used for all correspondences with the applicants including mailing of refund orders/allotment advicee, printing of bank particulars on refund orders and the demographic details given by the applicants in this application form would not be used for these purposes by the registrar. Hence, Applicants are advised to update their demographic details as provided to their Depository Participants.
10. By signing the application form, applicants would be deemed to have authorised their depository to provide, upon request, to the registrar to the issue, the required demographic details as available in its records.
11. In case no corresponding record is available with the depositories matching with three parameters viz, names of the applicants (including the order of names of joint holders), DP ID and Beneficiary ID then such applications would be liable to be rejected.
12. Investors should also note that the refund cheques, if any, will be over printed with details of the bank account as per the details received from the depository.
13. Applications, which are not complete in all respects, are liable to be rejected.
14. The application money received against the rejected application will be refunded to the applicant. Refund will be made by cheque or Pay Order/ Demand Draft or Electronic Funds transfer
15. The offer is only to the existing eligible equity shareholders to whom the form is sent
16. Please quote full name and application serial number in all further communications in connection with this application
17. IMPERSONATION Attention of the applicants is specifically drawn to the provisions of Sub-Section (1) of Section 38 of the Companies Act, 2013 which is reproduced below: "Any person who-(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name shall be liable for action under section 447 of the Companies Act, 2013. Section 447: Without prejudice to any liability including repayment of any debt under this act or any other law for the time being in force, any person who is found to be guilty of fraud, shall be punishable with imprisonment for a term which shall not be less than six months but which may extend to ten years and shall also be liable to fine which shall not be less than the amount involved in the fraud, but which may extend to three times the amount involved in the fraud; Provided that where the fraud in question involves public interest, the term of imprisonment shall not be less than three years.

ACKNOWLEDGEMENT SLIP :

Tumus Electric Corporation Limited
Rani Baug, P B Chorahta, Rewa (M.P) ,Rewa,
Madhya Pradesh ,486006

Received From _____ on application for _____ Equity Shares of Rs. 10 each for cash at par being Rs. 10 per share along with cheque/draft no. _____ dated _____ drawn on _____ for Rs. ____ (cheques/drafts are subject to realization)/ ASBA

Signature and Stamp:

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