



# PAGE INDUSTRIES LIMITED

## Corporate & Registered Office:

Cessna Business Park, Tower-1, 7<sup>th</sup> Floor, Umiya Business Bay, Varthur Hobli,  
Outer Ring Road, Bengaluru - 560103. Ph: 080 - 4945 4545, Fax: 080 - 4946 5700  
www.jockeyindia.com | E-mail: info@jockeyindia.com | CIN#: L18101KA1994PLC016554

## NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 24<sup>th</sup> Annual General Meeting (AGM) of Members of Page Industries Limited will be held on Thursday, 8<sup>th</sup> August, 2019 at 11:30 AM at ALOFT HOTEL, Cessna Business Park, Sarjapur – Marathahalli Outer Ring Road, Kadubeesanahalli, Bengaluru - 560103 to transact the following business:

### Ordinary Business:

#### 1. Adoption of financial statement

To receive, consider and adopt the audited financial statement for the financial year ended 31<sup>st</sup> March, 2019, the Reports of the Board of Directors and the Auditors thereon.

#### 2. Appointment of Director

To appoint a Director in the place of Mr. Vedji Ticku [DIN: 07822283], who retires by rotation and being eligible, offers himself for re-appointment.

#### 3. Appointment of Director

To appoint a Director in the place of Mr. Shamir Genomal [DIN: 00871383] who retires by rotation and being eligible, offers himself for re-appointment.

### Special Business:

#### 4. Re-appointment of Mr. G P Albal [DIN: 00185820] as Independent Director

To consider and if thought fit, to pass the following resolution as a special resolution:

RESOLVED that pursuant to the provisions of Sections 149, 150 and other applicable provisions of the Companies Act, 2013, the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. G P Albal

(DIN: 00185820) be and is hereby appointed as an Independent Director of the company to hold the office for five consecutive years from 14<sup>th</sup> August 2019 and who is not liable to retire by rotation.

#### 5. Re-appointment of Mrs. Rukmani Menon [DIN: 02370521] as Independent Director

To consider and if thought fit, to pass the following resolution as a special resolution:

RESOLVED that pursuant to the provisions of Sections 149, 150 and other applicable provisions of the Companies Act, 2013, the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Rukmani Menon (DIN: 02370521) be and is hereby appointed as an Independent Director of the company to hold the office for five consecutive years from 1<sup>st</sup> October 2019 and who is not liable to retire by rotation.

#### 6. Re-appointment of Mr. Sandeep Kumar Maini [DIN: 01568787] as Independent Director

To consider and if thought fit, to pass the following resolution as a special resolution:

RESOLVED that pursuant to the provisions of Sections 149, 150 and other applicable provisions of the Companies Act, 2013, the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sandeep Kumar Maini (DIN: 01568787) be and is hereby appointed as an Independent Director of the company to hold the office for five consecutive years from 28<sup>th</sup> May 2020 and who is not liable to retire by rotation.

## NOTICE

### **7. Re-appointment of Mr. Vikram Gamanlal Shah [DIN: 00119565] as Independent Director**

To consider and if thought fit, to pass the following resolution as a special resolution:

RESOLVED that pursuant to the provisions of Sections 149, 150 and other applicable provisions of the Companies Act, 2013, the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Vikram Gamanlal Shah (DIN: 00119565) be and is hereby appointed as an Independent Director of the company to hold the office for five consecutive years from 28<sup>th</sup> May 2020 and who is not liable to retire by rotation.

### **8. Remuneration under Section 197(1) of the Companies Act, 2013**

To consider and if thought fit to pass the following resolution as an ordinary resolution:

RESOLVED that pursuant to provisions of Section 197(1)(ii) and other applicable provisions, if any, of the Companies Act, 2013, approval of the Company be and is hereby accorded for the payment of a sum not exceeding Rs.10.0 million (Rupees Ten million only), (excluding sitting fees) subject to the limit prescribed in the Companies Act, 2013, to be paid to and distributed amongst the Directors of the Company or some or any of them (other than Managing Directors / Whole-time Directors) in such amounts, subject to such ceiling and in such manner and in such respects as may be decided by the Board of Directors and such payments shall be made for the financial year 2019-20.

Registered Office:

Cessna Business Park, Tower-1, 7th Floor,  
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Bangalore - 560103.

Ph: 080- 49454545 | [www.jockeyindia.com](http://www.jockeyindia.com) |  
[info@jockeyindia.com](mailto:info@jockeyindia.com) |  
CIN#: L18101KA1994PLC016554

Bengaluru  
24<sup>th</sup> May, 2019

By Order of the Board  
**Murugesh C**  
Company Secretary

### **Explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 annexed to the notice:**

#### **Item No. 4**

The shareholders at their meeting held on 14<sup>th</sup> August, 2014 appointed Mr. G P Albal as Independent Director up to 13<sup>th</sup> August, 2019.

Separate exercise was carried out to evaluate the performance of Mr. G P Albal as Independent Director on parameters such as attendance, active participation, contribution at the meetings, independent judgement, leading the discussion, understanding Company's core value and business practices etc., by the Board of Directors and Independent Directors separately at their respective meetings held on 14<sup>th</sup> February 2019. Average of the evaluation results of Mr. G P Albal as an Independent Director was 4.9 out of 5 for the year 2018-19.

Based on the evaluation results, the Nomination and Remuneration Committee and the Board of Directors at their meetings held on 24<sup>th</sup> May 2019 have recommended to re-appoint Mr. G P Albal for a further period of five years with effect from 14<sup>th</sup> August, 2019 by way of a special resolution. The Board of Directors of your Company is also of the opinion that Mr. G P Albal is independent of the management of the Company.

The Company has received consent in writing to act as director, pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014 from Mr. G P Albal.

Mr. G P Albal being eligible, is proposed to be re-appointed as Independent Director for a term of five years with effect from 14<sup>th</sup> August, 2019 and a resolution is placed before the members for their consideration and approval.

No director, key managerial personnel or their relatives, except Mr. G P Albal, to whom the resolution relates, is interested or concerned in the resolution.

## NOTICE

### Item No. 5

On 27<sup>th</sup> September, 2014, the shareholders through Postal Ballot appointed Mrs. Rukmani Menon as Independent Director up to 30<sup>th</sup> September, 2019.

Separate exercise was carried out to evaluate the performance of Mrs. Rukmani Menon as Independent Director on parameters such as attendance, active participation, contribution at the meetings, independent judgement, leading the discussion, understanding Company's core value and business practices etc., by the Board of Directors and Independent Directors separately at their respective meetings held on 14<sup>th</sup> February 2019. Average of the evaluation results of Mrs. Rukmani Menon as an Independent Director was 4.9 out of 5 for the year 2018-19.

Based on the evaluation results, the Nomination and Remuneration Committee and the Board of Directors at their meetings held on 24<sup>th</sup> May 2019 have recommended to re-appoint Mrs. Rukmani Menon for a further period of five years with effect from 1<sup>st</sup> October, 2019 by way of a special resolution. The Board of Directors of your Company is also of the opinion that Mrs. Rukmani Menon is independent of the management of the Company.

The Company has received consent in writing to act as director, pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014 from Mrs. Rukmani Menon.

Mrs. Rukmani Menon being eligible, is proposed to be re-appointed as Independent Director for a term of five years with effect from 1<sup>st</sup> October, 2019 and a resolution is placed before the members for their consideration and approval.

No director, key managerial personnel or their relatives, except Mrs. Rukmani Menon, to whom the resolution relates, is interested or concerned in the resolution.

### Item No. 6

The shareholders at their meeting held on 13<sup>th</sup> August, 2015 appointed Mr. Sandeep Kumar Maini as Independent Director up to 27<sup>th</sup> May, 2020.

Separate exercise was carried out to evaluate the performance of Mr. Sandeep Kumar Maini

as Independent Director on parameters such as attendance, active participation, contribution at the meetings, independent judgement, leading the discussion, understanding Company's core value and business practices etc., by the Board of Directors and Independent Directors separately at their respective meetings held on 14<sup>th</sup> February 2019. Average of the evaluation results of Mr. Sandeep Kumar Maini as an Independent Director was 4.9 out of 5 for the year 2018-19.

Based on the evaluation results, the Nomination and Remuneration Committee and the Board of Directors at their meetings held on 24<sup>th</sup> May 2019 have recommended to re-appoint Mr. Sandeep Kumar Maini for a further period of five years with effect from 28<sup>th</sup> May, 2020 by way of a special resolution. The Board of Directors of your Company is also of the opinion that Mr. Sandeep Kumar Maini is independent of the management of the Company.

The Company has received consent in writing to act as director, pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014 from Mr. Sandeep Kumar Maini.

Mr. Sandeep Kumar Maini being eligible, is proposed to be re-appointed as Independent Director for a term of five years with effect from 28<sup>th</sup> May, 2020 and a resolution is placed before the members for their consideration and approval.

No director, key managerial personnel or their relatives, except Mr. Sandeep Kumar Maini, to whom the resolution relates, is interested or concerned in the resolution.

### Item No. 7

The shareholders at their meeting held on 13<sup>th</sup> August, 2015 appointed Mr. Vikram Gamanlal Shah as Independent Director up to 27<sup>th</sup> May, 2020.

Separate exercise was carried out to evaluate the performance of Mr. Vikram Gamanlal Shah as Independent Director on parameters such as attendance, active participation, contribution at the meetings, independent judgement, leading the discussion, understanding Company's core value and business practices etc., by the Board of Directors and Independent Directors separately at their respective meetings held on 14<sup>th</sup> February 2019. Average of the evaluation results of Mr. Vikram Gamanlal Shah as an Independent Director was 5 out of 5 for the year 2018-19.

## NOTICE

Based on the evaluation results, the Nomination and Remuneration Committee and the Board of Directors at their meetings held on 24<sup>th</sup> May 2019 have recommended to re-appoint Mr. Vikram Gamanlal Shah for a further period of five years with effect from 28<sup>th</sup> May, 2020 by way of a special resolution. The Board of Directors of your Company is also of the opinion that Mr. Vikram Gamanlal Shah is independent of the management of the Company.

The Company has received consent in writing to act as director pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014 from Mr. Vikram Gamanlal Shah.

Mr. Vikram Gamanlal Shah being eligible, is proposed to be re-appointed as Independent Director for a term of five years with effect from 28<sup>th</sup> May, 2020 and a resolution is placed before the members for their consideration and approval.

No director, key managerial personnel or their relatives, except Mr. Vikram Gamanlal Shah, to whom the resolution relates, is interested or concerned in the resolution.

### Item No. 8

Section 197(I)(ii) of the Companies Act, 2013 authorizes the payment of remuneration to a Director, who is neither a Whole-time Director nor a Managing Director of a Company, if the Company authorizes such payment by an ordinary resolution. In view of the increased activities of the Company and the responsibilities of Non- Whole-time Directors/Independent Directors under SEBI (LODR) Regulation 2015 as well as under the Companies Act, 2013, it is proposed to pay remuneration as mentioned in the resolution and such remuneration shall be distributed amongst the Directors (including Alternate Directors, but excluding Managing/ Whole-time Directors) as may be determined by the Board in the quantum, the proportion and the manner as the Board may decide from time to time, such that the amount of remuneration to each Director may vary depending on the responsibilities as Member / Chairman of the Board, Member / Chairman of any Committee(s) of the Board and / or all other relevant factors.

The said remuneration shall be payable for the year 2019-20 after the annual accounts are approved by the Board of Directors and adopted by the shareholders. The above payment to Non-executive Directors will be in addition to the sitting fees payable to them for attending Board / Committee meetings.

The Board recommends an ordinary resolution for approval. The Non-Executive Directors of the Company may be deemed to be concerned or interested in the resolution to the extent of the remuneration that may be received by them.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

### Notes:

1. Members may please note that no gifts in any manner, will be distributed at the meeting.
2. **A member who is entitled to attend and vote at the above meeting is entitled to appoint a proxy and vote instead of himself and such proxy need not be a member of the Company.**
3. **The instrument appointing the proxy should be lodged with the Company not less than forty-eight hours before the scheduled commencement of the meeting.**
4. A person can act as a Proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total paid-up share capital. Members holding more than 10% of the total paid-up share capital may appoint a single person as Proxy.
5. A member would be entitled to inspect the proxies lodged at any time, except the date of AGM, during the business hours of the Company. The required statutory registers will be made available at the AGM Venue for inspection by the members at the AGM.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 4, 5, 6, 7 and 8 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements)



## NOTICE

Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are forming part of this Notice.

7. The Register of Members and Share Transfer Books of the Company will remain closed from the 12<sup>th</sup> July 2019 to 13<sup>th</sup> July, 2019 (both days inclusive) for the purpose of 24<sup>th</sup> Annual General Meeting.
8. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available at [www.iepf.gov.in](http://www.iepf.gov.in). The details of unclaimed dividend and unclaimed shares transferred to IEPF have been provided in the Corporate Governance Report under section "Shareholders Information".
9. Members are requested to communicate their change of address, if any, to their respective Depository Participants. Similarly members holding shares in physical form shall intimate the change of address quoting their folio numbers to our Registrars and Share Transfer Agents, Link Intime India Pvt Ltd, C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai – 400083. Tel No: 022 49186000 Fax: 022 49186060. Email: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)
10. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 11<sup>th</sup> August 2016.
11. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection to the members at the AGM.
12. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request you to update your email address with your Depository Participant to enable us to send you the reports and other communications via email.
13. Soft copy of the Annual Report 2019 (including the notice of the AGM, instructions for e-voting, Attendance Slip and Proxy Form) is being sent by electronic mode to the members whose email addresses are registered with the Company / Depository Participant(s) for communication purposes unless the member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copy of the Annual Report 2019 is being sent by the permitted mode and the notice of the AGM, instructions for remote e-voting, attendance slip and proxy form are being sent by Registered / Speed Post.
14. Members may also note that the Notice of the AGM and the Annual Report 2019 is available on the Company's website, [www.jockeyindia.com](http://www.jockeyindia.com). The physical copies of the aforesaid documents are available at the Company's registered office for inspection during normal business hours on working days. Even after registering for soft copy of the Annual Report 2019, members are entitled to receive such communication in physical form, upon making a request for the same at free of cost. For any communications or query, the shareholders may send an email to [investors@jockeyindia.com](mailto:investors@jockeyindia.com).
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every

## NOTICE

participant in the securities market. Members holding shares in electronic form, are, therefore, requested to submit (PAN) to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Transfer Agents, M/s.Link Intime India Pvt. Ltd.

16. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder and Regulation 44 of the SEBI (LODR) Regulation 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all

resolutions set forth in this Notice.

17. The e-voting period commences on, 5<sup>th</sup> August 2019 (9.00 a.m. IST) and ends on, 7<sup>th</sup> August 2019 (5.00 p.m. IST) and thereafter it will be disabled by NSDL. During the e-voting period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 1<sup>st</sup> August 2019 (Cut-off-date) may cast their vote electronically. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on 1<sup>st</sup> August 2019.

18. Details of Directors seeking appointment/reappointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (LODR) Regulation 2015) and Secretarial Standard -2.

Director Name	Mr. Vedji Ticku	Mr. Shamir Genomal	Mr. G P Albal	Mrs. Rukmani Menon	Mr. Sandeep Kumar Maini	Mr. Vikram Gamanlal Shah
Age	52	35	65	59	52	67
Director Identification No.	07822283	00871383	00185820	02370521	01568787	00119565
Date of Appointment	25 <sup>th</sup> May 2017	1 <sup>st</sup> June 2014	30 <sup>th</sup> October 2006	01 <sup>st</sup> October 2014	28 <sup>th</sup> May 2015	28 <sup>th</sup> May 2015
Expertise in Specific Function Area	He has over two decades of experience in Sales, Marketing, Operations and Corporate Affairs	He has over a decade of experience in various facets of textile industry	He has over three decades of experience in textiles and apparels.	She has been a practicing lawyer over three decades and has expertise in Indirect Taxation	He is expertise in the fields of Automotive & Aerospace, Plastics & Composites and Material Handling Equipments.	His core expertise in the field of Information Technology by connecting and transforming business ideas.
Qualification	B.E.(Mech)	BBA	B. Tech	BA LLB	B.E.	B.E. M.S.
List of outside Directorship	Indian Companies: NIL Foreign Companies: NIL	Indian Companies: 1. Gentex Apparel Pvt. Ltd. 2. Genco Holdings Pvt.Ltd. Foreign Companies: NIL	Indian Companies: Nil Foreign Companies: NIL	Indian Companies: 1. Camp Arbitration and Mediation Practice Pvt. Ltd. Foreign Companies: NIL	Indian Companies: 1. Maini Precision Products Ltd. 2. Maini Materials Movement Pvt. Ltd. 3. Armes Maini Storage Systems Pvt. Ltd. 4. Epic Mobility Solutions India Pvt. Ltd. 5. Maini Plastics and Composites Pvt. Ltd. 6. Tomcar India Pvt. Ltd. 7. All Terrain Solutions Pvt. Ltd. 8. Sudharshan Maini Precision Products Pvt. Ltd. 9. Sun Mobility Pvt. Ltd. Foreign Companies: Nil	Indian Companies: 1. Shri Govardhan Securities Pvt. Ltd. Foreign Companies: Nil

## NOTICE

Director Name	Mr. Vedji Ticku	Mr. Shamir Genomal	Mr. G P Albal	Mrs. Rukmani Menon	Mr. Sandeep Kumar Maini	Mr. Vikram Gamanlal Shah
Chairman / Member of Committees of the Board of Directors of the Company	Member of Corporate Social Responsibility Committee and Risk Management Committee.	Member of Risk Management Committee.	Chairman of Audit Committee, Stakeholder Relationship Committee and Nomination & Remuneration Committee.  Member of Corporate Social Responsibility Committee.	Member of Stakeholder Relationship Committee	Member of Corporate Social Responsibility Committee and Nomination & Remuneration Committee.	Member of Audit Committee and Stakeholder Relationship Committee
Chairman / Member of the Committees of other Companies in which he is a Director.	NIL	NIL	NIL	NIL	Maini Precision Products Ltd. - Member of Audit Committee - Chairman of Corporate Social responsibility Committee	NIL
Number of Shares held in the Company as on 31 <sup>st</sup> Mar 2019	49 Shares (0.0004% to the paid-up capital)	200 Shares (0.002% to the paid-up capital)	NIL	NIL	NIL	13 Shares (0.0001% to the paid-up capital)
No of Board Meetings attended during the year out of Four Meetings held	4	4	4	4	4	3
Relationship with other Directors	NIL	Son of Mr. Sunder Genomal, Managing Director	NIL	NIL	NIL	NIL
Terms of Appointment	Liable to Retire by rotation		Re-appointment of Independent Directorship for second term.			
Remuneration paid during the year 2018-19	Rs. 50.74 million	Rs. 14.03 million	Sitting Fees – Rs. 0.18 million	Sitting Fees – Rs. 0.09 million	Sitting Fees – Rs. 0.09 million	Sitting Fees – Rs. 0.11 million
			The remuneration under section 197(1)(ii) of the Companies Act 2013 – Rs. 0.70 million for each Director			
Remuneration sought to be paid	Being ordinary business, not applicable		Being the resolutions are relating to re-appointment, not applicable.			

## NOTICE

### Voting through electronic means:

1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulation 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
2. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
3. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
4. The remote e-voting period commences on 5<sup>th</sup> August 2019 (9.00 a.m. IST) and ends on, 7<sup>th</sup> August 2019 (5.00 p.m. IST). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 1<sup>st</sup> August, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
5. Those who are not a member as on the cut-off date shall treat this notice for information purpose only.
6. The process and manner for remote e-voting are as under:

Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-voting website?

- I. Visit the e-voting website of NSDL. Open web browser by typing the following <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile phone.
- II. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- III. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

IV. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat accounts with NSDL.	8-character DP ID followed by 8-digit Client ID  For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
b) For members who hold shares in demat account with CDSL.	16-digit Beneficiary ID  For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For members holding shares in physical form.	EVEN, followed by Folio Number registered with the company.  For example, if your EVEN is 101456, and Folio Number is 001***, then your User ID is 101456001***.

V. Your password details are given below:

- a) If you are already registered for e-voting, then you can use your existing password to log in and cast your vote.
- b) If you are using the NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve



## NOTICE

your 'initial password', you need to enter the 'initial password', and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
  - 1) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you by NSDL from your mailbox. Open the email and open the attachment (it will be a .pdf file). Open the file. The password to open the file is your 8-digit client ID for your NSDL account, or the last 8 digits client ID for your CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - 2) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
- VI. If you have not received the 'initial password', or are unable to retrieve it, or have forgotten your password :
  - a) Click on the 'Forgot User Details/ Password?' (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) A 'Physical User Reset Password?' (If you are holding shares in physical mode) option is also available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get your password following the aforesaid options, you can send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number / folio number, your PAN, your name, and your registered address.
- VII. After entering your password, agree to the terms and conditions by checking the box.
- VIII. Next, click on the 'Login' button..

IX. After you click on the 'Login' button, the homepage of e-voting will open.

Details on Step 2 are mentioned below:

How to cast your vote electronically on NSDL e-Voting system?

- i. After successfully logging in following Step 1, you will be able to see the e-voting homepage. Click on 'e-Voting'. Then, click on 'Active Voting Cycles'.
- ii. Upon clicking on 'Active Voting Cycles', you will be able to see the 'EVEN' of all the companies in which you hold shares and whose voting cycles are in 'active' status.
- iii. Select "EVEN" of "Page Industries Limited".
- iv. Now you are ready for e-Voting as the Voting page opens. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- v. Upon confirmation, the message, 'Vote cast successfully', will be displayed.
- vi. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii. Once you confirm your vote on the resolution, you will not allowed to modify your vote.

### General Guidelines for shareholders

- 7. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to [vijaykumaracs@gmail.com](mailto:vijaykumaracs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- 8. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login

## NOTICE

to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

9. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
10. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 1<sup>st</sup> August, 2019.
11. Any person, who acquires shares of the Company and become member of the Company after 28<sup>th</sup> June 2019 i.e. the date considered for dispatch of the notice and holding shares as of the cut-off date i.e. 1<sup>st</sup> August 2019, may obtain the login ID and password by sending a request referring the Company name (i.e., Page Industries Limited) along with the DP and Client ID Particulars to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
12. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
13. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date (i.e 1<sup>st</sup> August, 2019) only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
14. Mr. R Vijayakumar, Practicing Company Secretary, (Membership No. FCS 6418 & COP 8667) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
15. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
16. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
17. The Results declared along with the report of the Scrutinizer shall be, placed on the website of the Company [www.jockeyindia.com](http://www.jockeyindia.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to Stock Exchanges where the shares of the Company are listed.