

RTS POWER CORPORATION LIMITED

Registered Office: 56 Netaji Subhas Road , 2nd Floor , Kolkata-700001

Phone : (033) 2242-6025 9831039925 Fax : (033) 2242-6732

E Mail Id : headoffice@rtspower.com

CIN : L17232WB1947PLC016105 • Website : www.rtspower.com

**(Annexure to the Notice for the 71st Annual General Meeting of the Company
to be held on Monday, September 30, 2019)**

Serial No	
Name & Registered Address of Sole/First named Member	
Joint Holders Name (If any)	
Folio No. / DP ID & Client ID	
No. of Equity Shares Held	

Dear Shareholder,

Subject: Process and manner for availing of E-voting facility

Pursuant to the 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote E-voting facility to the Members to exercise their right to vote on all Resolutions proposed to be considered at the 71st Annual General Meeting (AGM) to be held at Bharatiya Bhasha Parishad , 36A, Shakespeare Sarani, Kolkata -700017 on Monday, September 30, 2019 at 10.00 A.M and at any adjournment thereof 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 Central Depository Services (India) Limited (CDSL). The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility.

The Notice of the AGM of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form and the Annual Report can be downloaded from the link <https://www.evotingindia.com> and at the Company's Website <https://www.rtspower.com>.

The Electronic Voting Particulars are set out below:

EVS (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
190809006		

The E-voting facility will be available during the following voting period:

Remote e-Voting Starts On	Remote e-Voting Ends On
Friday, September 27, 2019 from 9:00 A.M. (IST)	Sunday, September 29, 2019 till 5:00 P.M. (IST)

Please read the instructions mentioned in the Notice of AGM before exercising your vote.

By Order of the Board
For RTS Power Corporation Limited
Rajendra Bhutoria
Whole-time Director
DIN 00013637

Place: Kolkata

Date: August 13, 2019

Encl : AGM Notice/ Route Map /Attendance Slip/ Proxy Form/Annual Report

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NOTICE OF THE 71ST ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventy First Annual General Meeting of Shareholders of the Company will be held at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700017 on Monday, September 30, 2019 at 10.00 A.M to transact the following business:-

ORDINARY BUSINESS

1. To consider and adopt the audited Financial Statements of the Company for the Financial Year ended March 31, 2019, the Reports of the Board of Directors and Auditors' thereon.
2. To appoint a Director in place of Smt Rachna Bhutoria (DIN 00977628), who retires by rotation at this Annual General Meeting, and being eligible, has offered herself for re-appointment.

SPECIAL BUSINESS

3. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements)(Amendment) Regulations, 2018, consent of Members of the Company be and is hereby accorded to Shri Sardul Singh Jain(DIN 00013732), Independent Director of the Company, to continue to hold his term of office, notwithstanding that he has attained the age of 75 years".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution."

4. To appoint Shri Sardul Singh Jain (DIN: 00013732) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution** :

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Shri Sardul Singh Jain (DIN 00013732), who was appointed as an Independent Director at the Sixty Sixth Annual General Meeting of the Company and who holds office up to conclusion of this ensuing Annual General Meeting and who being eligible for re-appointment as an Independent Director and who has given his consent along with the declaration that he meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and whose re-appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a further term of five years from the conclusion of this Annual General Meeting upto the conclusion of the 76th Annual General Meeting of the Company to be held in 2024."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution."

5. To appoint Shri Alok Kumar Banthia (DIN : 00528159) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution** :

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Shri Alok Kumar Banthia (DIN 00528159), who was appointed as an Independent Director at the Sixty Sixth Annual General Meeting of the Company and who holds office up to conclusion of this ensuing Annual General Meeting and who being eligible for re-appointment as an Independent Director and who has given his consent along with the declaration that he meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and whose re-appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a further term of five years from the conclusion of this Annual General Meeting upto the conclusion of the 76th Annual General Meeting of the Company to be held in 2024."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution."

6. To ratify the remuneration of the Cost Auditors for the Financial Year ending March 31, 2020 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the remuneration of Rs. 40,000/- (Rupees Forty thousand only) plus applicable GST, if any, agreed to be paid to M/s K.G.Goyal & Associates, Cost Accountants, the Cost Auditors (Registration No FRN 000024) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2020 on the recommendation of the Audit Committee, be and is hereby ratified ."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

7. To alter the Objects Clause of the Memorandum of Association of the Company and to consider and, if thought fit, to pass with or without modification, the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 and all other applicable provisions thereof (including any statutory amendments, modifications, substitutions and re-enactment thereof for the time being in force), the Memorandum of Association of the Company be altered by inserting the following sub-clause (j) in Clause 3(ii) of the Objects clause of the Memorandum of Association of the Company:

“(j) To carry on in India or elsewhere any business of manufacturing, assembling, exporting, importing, repairing, buying, selling, hiring, drawing, distribution or otherwise dealing in all types of wires and wire products, strips, galvanized or non-galvanized and other downstream products whether made of iron, steel, metal (ferrous or non-ferrous), plastics or plastic compounds or any other material, whether such wires are galvanized or non-galvanized, coated, barbed, twisted or treated in any other manner, for use in industry, household or otherwise.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized on behalf of the Company to sign and file necessary forms with the Registrar of Companies, West Bengal and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid Resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the Members of the Company.”

**By Order of the Board
For RTS Power Corporation Limited**

Registered Office:
56 Netaji Subhas Road
Kolkata - 700001
Dated : August 13, 2019

**Rajendra Bhutoria
Whole-time Director
DIN 00013637**

NOTES

1. **A Member of the Company entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote on a Poll instead of himself/herself and a Proxy need not be a Member of the Company.**

Members are requested to note that a person can act as a Proxy on behalf of Members not exceeding fifty and holding in aggregate Shares not more than 10 percent of the total Share Capital of the Company carrying voting rights. A Member holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as a Proxy for any other person or Shareholder.

Proxies, in order to be effective, must be received by the Company at its Registered Office not less than 48 hours before the Meeting. A Proxy Form is annexed to the Notice of the Annual General Meeting.

Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by certified copy of Board Resolution/authority as applicable, issued on behalf of the nominating organisation.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of the Special Business under Item Nos 3 to 7 is annexed hereto.
3. A Route Map giving directions to reach the venue of the Seventy First AGM of the Company is given at the end of the Notice.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 24, 2019 to Monday, September 30, 2019, both days inclusive.
5. The relevant details of the Directors seeking re-appointment /appointment under Item Nos 3 to 5 pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, forms an integral part of the Notice and are annexed hereto.
6. The Notice of the Meeting will also be available on the Company's Website www.rtspower.com and the Website of CDSL www.evoting.cdsl.com.
7. Shri Sandip Gupta, Company Secretary is the Compliance Officer in terms of Regulation 6 of the Listing Regulations. Members may communicate with the Compliance Officer in relation to any query pertaining to their shareholdings.
8. Pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Company at its 69th Annual General Meeting held on September 11, 2017 had appointed M/s. Lodha & Co, Chartered Accountants (FRN 301051E) as the Statutory Auditors of the Company for a period of five consecutive years, i.e. till the conclusion of 74th Annual General Meeting, subject to ratification at every Annual General Meeting in between.

The Ministry of Corporate Affairs (MCA) vide Notification No. S.O. 1833(E) effective from May 7, 2018 and pursuant to Companies (Amendment) Act, 2017 has dispensed the requirement of ratification of appointment of statutory Auditors by the Members of the Company at every Annual General Meeting.

In view of the above, the Resolution relating to ratification of appointment of statutory Auditors does not form a part of this Notice and has not been placed before the Members at this Annual General Meeting.

9. Transfer to Investor Education and Protection Fund:

(a) Transfer of unclaimed dividend

Pursuant to the provisions of Section 124 of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), (including any statutory modification(s)/ re-enactment(s)/amendment(s) thereof, for the time being in force), the dividend which remains unclaimed/unpaid for a period of seven (7) years from the date of transfer to the Unpaid Dividend Account of the Company, is required to be transferred to the Investor Education and Protection Fund Authority ('IEPF') established by the Central Government.

Members who had not encashed their Dividend Warrants in respect of the Company's Final Dividend 2010-2011 were requested to send their claims to the Company immediately along with un-encashed Dividend Warrants lying with them. It was also pointed out that once the Unclaimed Dividend is transferred to the IEPF as above, claim thereof should be made to IEPF Authorities. Subsequent reminders were issued to the concerned Shareholders in this respect.

Accordingly, after considering the applications received from the concerned Shareholders who had applied for encashment of their Dividend, an amount of Rs 14,512/- which remained unpaid or unclaimed, towards Final Dividend 2010-11, was transferred to the IEPF Authority in the Financial Year 2018-19.

(b) Transfer of Shares to IEPF

Pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('IEPF Rules'), all the Shares on which dividends remain unpaid or unclaimed for a period of seven consecutive years or more shall be transferred to the designated Demat Account of the IEPF Authority, as notified by the Ministry of Corporate Affairs, within a period of thirty days of such Shares becoming due to be transferred to the IEPF Account.

The Company had sent individual notice to all the Members, whose Shares were due to be transferred to the IEPF Authority and had also published newspaper advertisement seeking action from the Members who have not claimed their Dividend for seven consecutive years or more.

Accordingly, the Company has transferred 2,697 Equity Shares of Face Value of Rs 10/- each to the Demat account of the IEPF Authority during Financial Year 2018-19. The details of such Dividends/Shares transferred to IEPF are uploaded on the Company's Corporate Website www.rtspower.com.

(c) Claim from IEPF Authority

The voting rights in respect of the above Equity Shares are frozen until the rightful owner claims the Equity Shares. All corporate benefits on such Shares in the nature of Bonus Shares, Split of Shares, Rights etc. shall be credited to 'Unclaimed Suspense Account', as applicable for a period of 7 years and thereafter be transferred in line with the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with Section 124(5) and Section 124(6) of the Companies Act, 2013.

Members/Claimants whose Shares, unclaimed Dividend etc. have been transferred to the IEPF Demat Account or the Fund, as the case may be, may claim the Shares or apply for refund of all corporate benefits accruing on such Shares by making an application to the IEPF Authority in e-Form IEPF- 5 (available on the Website www.iepf.gov.in) along with requisite fee and documents, duly signed by all the joint Shareholders recorded with Company and as decided by the IEPF Authority from time to time. The Member/Claimants can file only

one consolidated claim in Financial Year as per the IEPF Rules. No claim shall lie against the Company in respect of the Dividend/Shares so transferred. The Rules and Form IEPF-5, as prescribed, for claiming back the Shares, are available on the Website of the IEPF, i.e., on www.iepf.gov.in.

(d) Details of unclaimed dividend on the Website

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 28, 2018 (the date of the last Annual General Meeting) on the Website of the Company www.rtspower.com under Investor Relations and also on the Website of Investor Education and Protection Fund at www.iepf.gov.in.

As of today, the Company has transferred all the Unclaimed Dividend and Shares to IEPF Authority as per Rules prescribed.

10. Nomination Facility

As per the provisions of Section 72 of the Act, the facility for making/varying/cancelling nominations is available to Members in respect of Shares held by them. Members holding Shares in single name and who have not registered their nomination are requested to register the same by submitting Form SH-13.

If a Member desires to cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form SH-14 prescribed under the Companies(Share Capital and Debentures) Rules, 2014 for the purpose.

These Forms can be obtained from the Registrars and Share Transfer Agents or from the Website of the Ministry of Corporate Affairs at www.mca.gov.in and can be downloaded from the Company's Website www.rtspower.com under the "Investor Relations" Section.

Members holding Shares in physical form are requested to submit the nomination Form to the Company's Registrar & Share Transfer Agent - M/s. Niche Technologies Pvt. Ltd., 7th Floor, Room No 7A & 7B, 3A Auckland Road, Kolkata-700017(RTA). Members holding Shares in electronic/dematerialised form may submit the nomination form to their respective Depository Participants.

11. General Instructions /Information for Members for voting on the Resolutions:

- (i) The voting rights of Members /Shareholders (for voting through remote e-voting or by Ballot Paper at the AGM) shall be in proportion to their Shares of the Paid-up Equity Share Capital of the Company as on Monday, September 23, 2019 ("Cut - Off Date"). A person who is not a Member as on Cut-Off Date should treat this Notice for information purpose only.**
- (ii) The Shareholders shall have one vote per Equity Share held by them, as on the Cut-Off Date of Monday, September 23, 2019. The facility of e-voting would be provided once for every Folio/Client Id, irrespective of the number of joint holders.**
- (iii) The Notice will be sent to the Members, whose names appear in the Company's Register of Members/Beneficial Owners Position List provided by the Depositories as at closing hours of business, on Friday, August 16, 2019.**
- (iv) Members are requested to produce the accompanying Attendance Slip at the entrance of the Meeting Hall and bring their copies of the Annual Report to the Meeting , as extra copies will not be available at the venue. Members who hold Shares in dematerialized form are requested to indicate without fail their DP ID and Client ID Numbers on the Attendance Slip.**
- (v) Members desirous of receiving Notices and/or documents from the Company through**

the **electronic mode** are urged to update their email addresses with their **Depository Participants**, where Shares are held in electronic form or with **RTA** where Shares are held in physical form.

- (vi) Email addresses of Members as advised to **RTA**, where Shares are held in physical mode or **registered with Depositories** where Shares are held in the electronic mode, will be deemed to be the Member's registered Email Address for serving Company documents/notices as per the provisions of the Act and the instructions of the Ministry of Corporate Affairs. Members intending to refresh/update their email addresses should do so as soon as possible.
- (vii) **Members holding Shares in physical form are requested to notify change of their addresses**, if any, along with address proof i.e. copies of their Voter Identity Card/ Aadhar Card /Electric/Telephone Bill/ Driving License or a copy of their Passport or Bank Statement to the **RTA** and, in case the **Shares are held in dematerialized form**, then this information should be passed on to the respective Depository Participants and **not to the Share Department of the Company / RTA**.
- (viii) In case the mailing address mentioned on the envelope of this Annual Report sent over Post is either without Pin Code or with incorrect Pin Code, Members are urged to advise the correct Pin Code to the **RTA** or the respective **Depository Participant**, as the case may be, immediately, for speedier delivery in future.
- (ix) Electronic copy of the Annual Report for Financial Year 2018-2019 is being sent by electronic mode to all the Members whose email addresses are registered with the **RTA/Depository Participant(s)** for communication purposes, unless any Member has requested for a hard copy of the same.
- (x) For Members who have not registered their email address, physical copies of the Annual Report for Financial Year 2018- 2019 are being sent in the permitted mode.
- (xi) Electronic copy of the Notice of the 71st Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email addresses are registered with the **RTA/Depository Participant(s)** for communication purposes, unless any Member has requested for a hard copy of the same.
- (xii) For Members who have not registered their email address, physical copies of the Notice of the 71st Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
- (xiii) Members may also note that the Notice of the 71st Annual General Meeting and the Annual Report for Financial Year 2018-19 will also be available on the Company's Corporate Website www.rtspower.com under the Section 'Investors Relations' for their download.
- (xiv) The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days.
- (xv) Even after registering for e-communication, Members are entitled to receive the Annual Report and Notice along with the abovesaid enclosures in the physical form, upon, making a request for the same, by post, free of cost.
- (xvi) For any communication, the Members may also send request at the Company's Investor email id: headoffice@rtspower.com.
- (xvii) Investors who became Members of the Company subsequent to the dispatch of the Notice/E-mail and hold the Shares on the Cut-off Date i.e. Monday, September 23, 2019 are requested to send written/email communication to the Company at headoffice@rtspower.com mentioning their Folio No./DP ID and Client ID to obtain the Login-ID and Password for e-voting.

(xviii) **Members intending to require information/clarifications/explanations on any matter regarding Accounts at the Meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting so as to enable the Company to keep the information/ clarifications /explanations ready.**

12. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, **transfer of Shares of the Company shall not be processed unless the Shares are held in the dematerialized form with a depository.** Accordingly, Shareholders holding Equity Shares in physical form are urged to have their Shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.
13. The Securities and Exchange Board of India (SEBI), has also mandated the submission of Permanent Account Number (PAN) and Bank Account details by every participant in the securities market. Members holding Shares in **electronic form** are requested to submit their PAN and Bank Account details to their respective Depository Participants. Members holding Shares in **physical form** are requested to submit their PAN and Bank Account details to the Company's Register and Share Transfer Agent.

Intimation and subsequent reminders for submission of form with requisite documents in support of it within the scheduled time have been sent to all such Shareholders whose PAN and Bank Account details are missing.

14. Statutory Registers and relevant documents referred to in the Notice and the Explanatory Statement shall be available for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, Sundays and public holidays, between 11.00 A.M. and 1.00 P.M. upto the date of the Annual General Meeting and at the Meeting.
15. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
16. **Process and manner for Members opting to vote through Voting through Electronic Means**

- A. In compliance with provisions of Section 108 of the Companies Act, 2013 read with 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 Listing Regulations, the Company is pleased to provide its Members the facility to exercise their right to vote on all Resolutions proposed to be considered at the forthcoming Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting of 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 Central Depository Services (India) Limited (CDSL).
- B. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the AGM and the Members attending the Meeting who have not already cast their vote by using the said "remote e-voting" shall be able to exercise their voting rights at the Meeting.
- C. The Members who have already cast their vote by remote e-voting prior to the Meeting may also attend the Meeting, but shall not be entitled to cast their vote again in the Meeting.
- D. The process and manner of remote e-Voting will be as follows:
- (i) **The remote e-voting period begins on Friday, September 27, 2019 (9.00A.M) and ends on Sunday, September 29, 2019 (5.00 P.M).** During this period Shareholders of the Company, holding Shares either in physical form or in dematerialized form, as on

the **Cut-Off Date i.e. Friday, September 23, 2019** may cast their vote electronically. The remote e-voting shall not be allowed beyond the said date and time. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the Shareholders, the Shareholders shall not be allowed to change it subsequently or cast their vote again.

- (ii) The Shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
 - c. Members holding Shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding Shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding Shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your Demat Account with the depository or in the company records for your folio. <ul style="list-style-type: none"> • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the Beneficiary-ID / Folio Number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding Shares in physical form will then directly reach the Company selection screen. However, Members holding Shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for Resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding Shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.