

# 33<sup>rd</sup> ANNUAL REPORT 2022-23

## V.R.WOODART LIMITED

## CIN: L51909MH1989PLC138292

# 33<sup>rd</sup> ANNUAL REPORT FOR THE YEAR ENDED MARCH 31, 2023

1	Date of Annual General Meeting	:	Friday, September 29, 2023
2	Time and Venue	:	10:30 a.m. through video conferencing
3	Book Closure	:	Thursday, September 28, 2023 to Friday, September 29, 2023 (both days inclusive)
4	Investors' Complaints Addressed to	:	The Secretarial Department V.R.Woodart Limited <b>Corporate Office:</b> 63, Mittal Court, C Wing, Nariman Point, Mumbai – 400 021. <b>Phone:</b> +91 22 4351 4444 <b>Email Id:</b> <u>investors@vrwoodart.com</u>

## INDEX

Contents	Page No.
Notice of AGM	1
Directors' Report	13
Report on Corporate Governance	20
Management Discussion and Analysis Report	36
Secretarial Audit Report	38
Independent Auditors' Report	41
Financial Statements	50

#### **CORPORATE INFORMATION**

#### COMPOSITION OF BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Rashmi Anand DIN: 00366258 Whole-time Director (KMP)

> Vinit Rathod DIN: 07589863 Independent Director

CIN: L51909MH1989PLC138292

Stock Code: BSE - 523888

ISIN: INE317D01014

Sanjay Anand DIN: 01367853 Non-Executive Director

Manan Shah DIN: 07589737 Independent Director Kartik Jethwa DIN: 08587759 Independent Director

Anwar Shaikh Chief Financial Officer (KMP)

Registered Office: Shop No. 1, Rajul Apartments, 9, Harkness road, Walkeshwar, Mumbai – 400 006, Ph: +91 22 4351 4444 Website: www.vrwoodart.com

**Statutory Auditors:** M/s. Thakur Vaidyanath Aiyar & Co. Chartered Accountants Mumbai

Registrar and Share Transfer Agent: Link Intime India Private Limited C 101, 247 Park, L B S Marg, Vikhroli (West) Mumbai: 400 083 Ph: 022 4918 6270 Website: <u>www.linkintime.co.in</u> Email: rnt.helpdesk@linkintime.co.in

#### Secretarial Auditor:

M/s. A. D. Parekh & Associates Practicing Company Secretaries Mumbai

**Bankers:** RBL Bank Union Bank of India

## **BOARD COMMITTEES**

Audit Committee		Nomination & Re Commit	emuneration tee	Stakeholders Relationship Committee		
Mr. Manan Shah	Chairman	Mr. Manan Shah	Chairman	Mr. Manan Shah	Chairman	
Mr. Sanjay Anand	Member	Mr. Sanjay Anand	Member	Mr. Sanjay Anand	Member	
Mr. Vinit Rathod	Member	Mr. Vinit Rathod	Member	Mr. Vinit Rathod	Member	



### NOTICE

Notice is hereby given that the 33<sup>rd</sup> Annual General Meeting of the Members of V.R.Woodart Limited will be held on Friday, September 29, 2023 at 10:30 a.m. through video conferencing 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, 2023 along with the Report of the Board of Directors and the Auditors thereon.
- 2. To appoint a director in place of Mr. Sanjay Anand (DIN: 01367853) who retires by rotation and being eligible, offers himself for re-appointment.

#### **SPECIAL BUSINESS:**

3. Approval of the Material Related Party Transaction.

To consider and if thought fit, pass the following resolution, as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to Regulations 2(1) (zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), [including any statutory modification(s) or re-enactment(s) thereof for time being in force] and the Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions, the approval of the Members of the Company be and is hereby accorded to the Board for borrowing/availing of Loan, in one or more tranches, an amount up to INR 1,00,00,000/- (Indian Rupees One crore), from Mr. Sanjay Anand (DIN: 01367853) Non-Executive Director of the Company, on such terms and conditions as the Board of Directors may deem fit;

**RESOLVED FURTHER THAT** the Board, be and is hereby authorized to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorized Representative(s) of the Company, to do all such acts, deeds, matters, things and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s)."

#### 4. Approval for conversion of Loan into Equity.

To consider and if thought fit, pass the following resolution, as a **Special Resolution**:

**"RESOLVED THAT** pursuant to provisions of Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under [including any statutory modification(s) or re-enactment(s) thereof for time being in force] and in accordance with the Memorandum and Articles of Association of the Company and applicable regulations, the approval of the Members of the Company be and is hereby accorded to convert the part or whole of the loan amount to be availed from Mr. Sanjay Anand (DIN: 01367853) Non-Executive Director of the Company, or assignee of the Loan, at his/assignee's option, into fully paid up equity shares of the Company on such terms and conditions as may be mutually agreed between the Board of the Directors and Mr. Sanjay Anand/Assignee and subject to applicable laws and in accordance with the following conditions:

- 1. That the conversion right reserved as aforesaid may be exercised by Mr. Sanjay Anand/ Assignee of the Loan, on one or more occasions during the currency of the Loan;
- That on receipt of the Notice of Conversion, the Company shall, subject to the applicable laws and terms and conditions as may be mutually agreed, issue and allot the requisite number of fully paid-up equity shares to Mr. Sanjay Anand/ Assignee of the Loan;
- 3. That the loan shall be converted into equity shares at a price to be determined in accordance with the applicable laws of Securities and Exchange Board of India at the time of such conversion and the said shares shall rank pari-passu with the existing equity shares of the Company in all respects.

# 33RD ANNUAL REPORT | F.Y. 2022-23



**RESOLVED FURTHER THAT** the Board, be and is hereby authorized to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorized Representative(s) of the Company, to do all such acts, deeds, matters, things and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s)."

By Order of the Board of Directors of V.R. Woodart Limited

Date: August 14, 2023 Place: Mumbai Sd/-Rashmi Anand Whole-time Director DIN: 00366258

**Registered Office address:** Shop No. 1, Rajul Apartments, 9, Harkness road, Walkeshwar, Mumbai - 400 006.

CIN: L51909MH1989PLC138292 Website: www.vrwoodart.com Email id: investors@vrwoodart.com Tel: 91 (22) 43514444.

# 33RD ANNUAL REPORT | F.Y. 2022-23



#### Notes:

- An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 (the "Act"), in respect of business to be transacted at the 33<sup>rd</sup> Annual General Meeting ("AGM"), as set out under Item Nos. 3 and 4 above and the relevant details of the Director retiring by rotation as mentioned under Item No. 2 above as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and as required under Secretarial Standards – 2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed thereto.
- 2. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 10/2022 dated December 28, 2022, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by SEBI ("the Circulars"), companies are allowed to hold AGM through video conference/other audio visual means ("VC/OAVM") up to September 30, 2023, without the physical presence of members. The AGM of the Company is being held through VC/OAVM, where the Members can attend and participate in the AGM through the provided VC facility. The Company has availed the services of National Securities Depository Limited (NSDL) for voting through remote e-voting, for participation in the AGM through VC/OAVM and e-voting during the AGM. The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith (Serial no. 16).
- 3. In accordance with the Circulars, the Notice of 33<sup>rd</sup> AGM and Annual Report for the financial year 2022-23 are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). The Notice of 33<sup>rd</sup> AGM along with Annual Report for the financial year 2022- 23, is available on the website of the Company at <u>www.vrwoodart.com</u>, and on website of BSE Limited at <u>www.bseindia.com</u> and on website of NSDL at <u>www.evoting.nsdl.com</u>
- 4. As the AGM will be conducted through VC/OAVM, the facility for appointment of proxy by the members is not available for this AGM and hence, the proxy form is not annexed to this Notice. Further, attendance slip including route map is not annexed to this Notice.
- 5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 6. Members will be eligible to participate on first come first serve basis, as participation through VC/OAVM is limited and will be closed on expiry of 15 minutes from the scheduled time of the AGM. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the scheduled time. The members will have to make themselves available at the scheduled time if they wish to attend the meeting.
- 7. The Register of Members and Share transfer books of the Company will remain closed from Thursday, September 28, 2023 to Friday, September 29, 2023, both days inclusive.
- 8. Shareholders who wish to register their email address are requested to follow the below instructions:
  - a. For shares held in Electronic form: Register/ update the details in your demat account as per the process advised by your DP; and
  - b. For Shares held in Physical form: Register/ update the details in the prescribed Form ISR-1 with the Registrar and Share Transfer Agent, Link Intime India Private Limited. The physical shareholders are requested to take note of the SEBI circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, prescribing the common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination. Further, the shareholders can also access the relevant circular and forms on the Company's website at <a href="https://www.vrwoodart.com/17NOTICE\_FOR\_PHYSICAL\_SHAREHOLDERS\_2.html">https://www.vrwoodart.com/17NOTICE\_FOR\_PHYSICAL\_SHAREHOLDERS\_2.html</a>
- 9. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to the Members to exercise their right to vote on the resolutions proposed to be passed at the 33<sup>rd</sup> AGM by electronic means. The remote e-voting shall commence on Tuesday, September 26, 2023 at 09.00 a.m. (IST) and will end on Thursday, September 28, 2023 at 05.00 p.m. (IST). The e-voting module shall be disabled by NSDL for voting thereafter. During this period, Members of the Company holding shares as on the cut-off date, i.e., Friday, September 22, 2023, may cast their vote by electronic means in the manner given below. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it

# 33RD ANNUAL REPORT | F.Y. 2022-23



subsequently. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

- 10. The voting right of members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 22, 2023.
- 11. Members who are present in meeting through video conferencing facility and have not casted their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
- 12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to investors@vrwoodart.com .
- The Board of Directors have appointed M/s. A. D. Parekh & Associates, Practicing Company Secretaries (Membership No. 31990, CP No. 24267), as the Scrutinizer for scrutinizing the voting process for the AGM in a fair and transparent manner and he has communicated his willingness to be appointed for the said purpose.
- 14. The Scrutinizer shall, after scrutinizing the votes cast through e-voting during the meeting and through remote e-voting, not later than two working days from the conclusion of the Meeting, make a Scrutinizer's Report and submit the same to the Chairperson / Company Secretary who shall declare the results. Results of the voting will be declared by placing the same along with the Scrutinizer's report on the Company's website under "Investors" section at <u>www.vrwoodart.com</u> and on the website of NSDL at <u>www.evoting.nsdl.com</u> and will also be communicated to BSE Limited at <u>www.bseindia.com</u>.
- 15. Members who wish to raise queries/ questions on the Annual Report/ Financial Statements/ affairs of the Company, etc., may send an email from their registered email address mentioning their name, DP ID and Client ID/folio number and mobile number to investors@vrwoodart.com . Queries received by the Company till 5.00 p.m. on Tuesday, September 26, 2023 shall only be considered and responded suitably.

#### 16. THE INSTRUCTIONS TO THE MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on **Tuesday, September 26, 2023 at 09:00 A.M. IST and ends on Thursday, September 28, 2023 at 05:00 P.M. IST.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e., Friday, September 22, 2023** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, September 22, 2023**.

#### STEP 1: ACCESS TO NSDL E-VOTING SYSTEM

#### A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Type of shareholders			in Metho	d									
Individual	Shareholders	1.	Existing	IDeAS	user	can	visit	the	e-Services	website	of	NSDL	Viz.
holding securi	ties in demat		https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-										
mode with NSE	DL.		Services	home pa	age clic	k on t	the " <b>B</b>	enefic	ial Owner"	icon under	"Lo	<b>gin"</b> wh	ich is
			available	under <b>'I</b>	DeAS'	sectio	n, this	will pr	ompt you to	o enter you	ır exi	sting Us	ser ID
			and Pass	sword. A	fter su	ccessf	ul autl	nentic	ation, you v	vill be able	e to	see e-V	'oting
			services	under Va	alue ad	ded se	ervices	Click	on "Access	to e-Votin	<b>g"</b> ur	nder e-V	oting/
			services	and you v	vill be a	ble to	see e-\	/oting	page. Click c	on company	' nam	e or <b>e-V</b>	oting
			service p	rovider i	.e. NSD	L and	you wi	ll be re	e-directed to	e-Voting w	vebsit	e of NSI	DL for
			casting y	our vote	e during	g the	remote	e e-Vo	ting period	or joining	virtua	al meet	ing &
			voting du	uring the	meetin	g.							

Login method for Individual shareholders holding securities in demat mode is given below:



	<ol> <li>If you are not registered for IDeAS e-Services, option to register is available at <u>https://eservices.nsdl.com</u>. Select "Register Online for IDeAS Portal" or click at <u>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</u></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
	<ul> <li>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> <li>NSDL Mobile App is available on</li> <li></li></ul>
Individual Shareholders holding securities in demat mode with CDSL	<ol> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user and is the evoting is durable.</li> </ol>
	<ol> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <u>www.cdslindia.com</u> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account</li> </ol>
	Number and PAN No. from a e-Voting link available on <u>www.cdslindia.com</u> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.



Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <u>evoting@nsdl.co.in</u> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <u>helpdesk.evoting@cdslindia.com</u> or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP 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 <u>https://eservices.nsdl.com/</u> 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.

4. 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 account 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 Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve 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'?
  - (i) 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 from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8



digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders** whose email ids are not registered.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
  - b) <u>Physical User Reset Password?</u>" (If you are holding shares in physical mode) option available on <u>www.evoting.nsdl.com</u>.
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at <u>evoting@nsdl.co.in</u> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

#### STEP 2: CAST YOUR VOTE ELECTRONICALLY AND JOIN GENERAL MEETING ON NSDL E-VOTING SYSTEM.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. 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.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **GENERAL GUIDELINES FOR SHAREHOLDERS:**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send 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 e-mail to <u>ankitdparekh@adparekh.com</u> with a copy marked to <u>evoting@nsdl.co.in</u>. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login 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 to reset the password.

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 or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

#### PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE: