

## NOTICE OF THE ANNUAL GENERAL MEETING

### Whirlpool of India Limited

CIN- L29191PN1960PLC020063

Regd. Office- A-4, MIDC, Ranjangaon, Taluka- Shirur, Dist: Pune-412220

www.whirlpoolindia.com

Tel No:- 02138-660100, Fax no: 02138-232376

Email: investor\_contact@whirlpool.com

**Dear Members,**

### **Invitation to attend the 61st Annual General Meeting on Friday, 15<sup>th</sup> July, 2022 at 11:00 A.M. (IST)**

Members are invited to attend the Sixty First Annual General Meeting of the Company to be held on Friday, 15<sup>th</sup> July, 2022 at 11:00 AM (IST) through Video Conferencing/Other Audio Video Means (VC/OAVM). The notice convening the Annual General Meeting (AGM) is attached herewith. In order to enable ease of participation of the Members, the key details and timelines with respect to AGM are provided below for your reference:

S. No.	Particulars	Details
1.	Link for live webcast of the AGM	Investor section on www.whirlpoolindia.com
2.	Link for remote e-voting	Members may refer to the instructions provided under "Procedure for E-Voting" section in the subsequent pages of the Notice
3.	Helpline number for VC participation	1800 1020 990 and 1800 22 44 30
4.	Cut-off date for e-voting	08 <sup>th</sup> July, 2022
5.	Time period for remote e-voting	Starts from 09:00 AM on 12 <sup>th</sup> July, 2022 and ends at 05:00 PM on 14 <sup>th</sup> July, 2022
6.	Book Closure dates	Thursday, 30 <sup>th</sup> June, 2022 to Wednesday, 06 <sup>th</sup> July, 2022 (both days inclusive)
7.	Link for members to temporarily update email address	<a href="https://web.linkintime.co.in/EmailReg/Email_Register.html">https://web.linkintime.co.in/EmailReg/Email_Register.html</a>
8.	Last date for submission of TDS exemption documents	29 <sup>th</sup> June, 2022
9.	Link for submission of TDS exemption documents	<a href="https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html">https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html</a>
10.	Last date for publishing results of the e-voting	Monday, 18 <sup>th</sup> July, 2022
11.	Registrar and Share Transfer Agent contact details	Link Intime India Private Limited, Noble Heights, 1 <sup>st</sup> Floor, Plot NH 2,C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058 Tel. No. 91-11-41410- 592, 593, 594 Email: delhi@linkintime.co.in

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Notice is hereby given that the Sixty First Annual General Meeting (AGM) of the Members of Whirlpool of India Limited will be held on Friday, 15<sup>th</sup> July, 2022 at 11:00 A.M. (IST) through Video Conference/Other Audio Video Means (VC/OAVM) to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at A-4, MIDC, Ranjangaon, Taluka- Shirur, Pune, Maharashtra-412220:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt:
  - (a) The standalone audited financial statements of the Company for the financial year ended March 31, 2022 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Statutory Auditors thereon.
  - (b) The consolidated financial statements for the financial year ended March 31, 2022.
2. To declare a final dividend of INR 5 per equity share for the Financial Year ended on March 31, 2022.
3. To appoint a Director in place of Mr. Vishal Bhola (DIN: 08668079), who retires by rotation and being eligible, seeks re-appointment.
4. To appoint M/s S.R. Batliboi & Co. LLP Chartered Accountants, statutory auditors of the Company for the period of 5 years.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to provision of section 139 and 142 and other applicable provisions of the Companies Act, 2013 ("Act"), if any, and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force), M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No. 301003E/E300005) be and is hereby appointed as statutory auditors of the Company to hold office for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of sixty sixth Annual General Meeting to be held in 2027 at a remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditor from time to time."

**SPECIAL BUSINESS:****5. Remuneration of Cost Auditors**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to provisions of section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, the remuneration payable to M/s R. J. Goel & Co., Cost Accountants (Firm Registration No. 000026), appointed by the Board of Directors as the Cost Auditors of the Company to conduct the audit of the cost records as maintained by the Company for its manufacturing units for the Financial Year ending on 31st March, 2023, amounting to INR 4 Lacs exclusive of applicable taxes and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby approved."

**6. Re-appointment of Mr. Arumalla Hari Bhavanarayana Reddy (DIN: 08060227) as Executive Director of the Company for a period from 2<sup>nd</sup> February, 2023 till 31<sup>st</sup> August, 2024**

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 sections 152, 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 ("Act"), if any, and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the

Company, on the recommendation of Nomination and Remuneration Committee and subject to other necessary approvals, if any, the members of the Company hereby accords its approval to the re-appointment of Mr. Arumalla Hari Bhavanarayana Reddy (DIN: 08060227), as the Executive Director of the Company for a period from 2nd February, 2023 till 31st August, 2024, on the remuneration, terms and conditions as recommended by the Board and as set out in the explanatory statement annexed to the Notice (including the remuneration to be paid in the event of loss or inadequacy of profits during the tenure of his appointment), and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to alter or vary the remuneration of Mr. Arumalla Hari Bhavanarayana Reddy (DIN: 08060227), Executive Director including the monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified in the explanatory statement to this resolution and the Companies Act, 2013.

**RESOLVED FURTHER THAT** any one of the Directors or Company Secretary of the Company be and are hereby severally authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution."

## **7. Payment of commission to Non-Executive Directors**

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 Section 197 and any other applicable provisions of the Companies Act, 2013 (Act) (including any statutory modification(s) or reenactment thereof for the time being in force), consent of the Company be and is hereby accorded to the payment of commission to the Non-Executive Directors of the Company (i.e., Directors other than the Managing Director and/or Whole Time Directors and includes Independent Directors) to be determined by the Board of Directors for each of such Non-Executive Director for each financial year and distributed between such Directors in such a manner as the Board of Directors may from time to time determine within the overall maximum limit of 1% (one percent) per annum or such other percentage as may be specified by the Act from time to time in this regard, of the net profits of the Company to be calculated in accordance with the provisions of Section 198 of the Act.

**RESOLVED FURTHER THAT** the above remuneration shall be in addition to the fee payable to the director(s) for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution"

**By Order of the Board  
For Whirlpool of India Limited**

**Roopali Singh  
Company Secretary**

**Place: Gurugram  
Date : May 25, 2022**

## **NOTES:**

### **GENERAL INSTRUCTIONS FOR PARTICIPATION AT 61<sup>ST</sup> AGM AND E-VOTING:**

1. In view of the continuing COVID-19 pandemic, Ministry of Corporate Affairs ("MCA") issued General Circular no.s 14/2020, 17/2020 and 20/2020 dated 08<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 05<sup>th</sup> May, 2020 respectively and General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 and General Circular No. 2/2022 dated 05<sup>th</sup> May, 2022 (collectively referred to as "MCA Circulars"), allowed companies whose AGMs are due in the year 2022, to conduct their AGMs through VC/OAVM without physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the 61<sup>st</sup> AGM of the Company is being held through VC/OAVM. The deemed venue for the 61<sup>st</sup> AGM shall be the Registered Office of the Company.

## Whirlpool of India Limited

2. The Explanatory Statement pursuant to Section 102 of the Act, which sets out details relating to Special Business at the AGM is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director(s) seeking appointment/re-appointment at the AGM is provided as annexure to the Notice. Requisite declarations have been received from the Director(s) for seeking appointment/re-appointment.
3. In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by Members under section 105 of the Act will not be available for the 61<sup>st</sup> AGM and hence Proxy form, attendance slip and route map are not annexed to this Notice. However, in pursuance of section 112 and section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-voting, for participation in the 61<sup>st</sup> AGM through VC/OAVM and e-voting during the 61<sup>st</sup> AGM.
4. National Securities Depositories Limited ("NSDL") will be providing the facility for voting through remote e-voting, for participation in the 61<sup>st</sup> AGM through VC/OAVM and e-voting during the 61<sup>st</sup> AGM. The instructions for participation by Members are given in the subsequent paragraphs. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
5. The Members can join the AGM through VC/OAVM 15 minutes before the scheduled time of the commencement of AGM by following the procedure mentioned in the subsequent paragraphs of this Notice. The Company is also providing live webcast of proceedings of the AGM pursuant to Regulation 44(6) of Listing Regulations, which can be viewed at the website of the Company at [www.whirlpoolindia.com](http://www.whirlpoolindia.com) under Investor section. Members may note that the VC/OAVM, provided by NSDL, allows participation of at least 1000 members on a first-come-first-serve basis as per the MCA Circulars.
6. Institutional/corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board or governing body Resolution/ Authorisation etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to attend the AGM through VC/OAVM and to vote through remote e-voting/during the AGM on its behalf. The said resolution/authorisation shall be sent to the Company at [investor\\_contact@whirlpool.com](mailto:investor_contact@whirlpool.com) and to the Scrutinizer by e-mail at [scrutinizer.whirlpool@adlakha.net](mailto:scrutinizer.whirlpool@adlakha.net) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) through their registered email address or can also be uploaded by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-voting" tab after they login.
7. 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](http://www.evoting.nsdl.com) to reset the password.
8. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send an email to Ms. Sarita Mote, Assistant Manager-NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
9. Members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring User ID and Password for e-voting by providing demat account number/folio number, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN), AADHAR (self attested scanned copy of Aadhar Card). Individual shareholders holding shares in demat form may refer to the instructions given in this Notice below.
10. **As per Regulation 39 and 40 of the Listing Regulations, as amended, Members are informed that the Company can effect issuance of duplicate share certificate; renewal/exchange, endorsement, sub-division/split, consolidation of shares; transfer and transposition, as applicable, in dematerialised form only with effect from 25<sup>th</sup> January, 2022.** Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4.
11. Further, the Members may please note that SEBI vide its Circular dated 3<sup>rd</sup> November, 2021, read with clarification dated 14<sup>th</sup> December, 2021 ("SOP Circular") introduced common and simplified norms for processing investor's services requests by RTAs and norms for furnishing PAN, complete address, email address, mobile number, specimen signature, bank details and Nomination ("KYC details"). Accordingly, with effect from 01<sup>st</sup> January, 2022, the Registrar and Transfer Agent (RTA) can not process any service requests or complaints received from the holders/claimants, till their KYC details are updated. **The KYC details should be updated by 31<sup>st</sup> March, 2023, after which RTA shall be constrained to freeze such folios where KYC details are not updated.** In line with this SOP Circular, the Company also gave notice in Newspaper and also sent individual letters to all the Members holding shares in physical form for furnishing the aforesaid details. The said communication is also

available on the website of the Company. In view of this requirement and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to update their KYC details via Form ISR-1, Form ISR-2 and Form ISR-3, as applicable, and update nomination via Form SH-13 or make changes in their nomination details via Form SH-14 and Form ISR-3. In case of dematerialised shares, the Members can file their nomination with the respective Depository Participants (DPs).

Members should also consider converting their holdings to dematerialised form, if their shares are in physical form. The relevant forms are available on the website of the Company at [www.whirlpoolindia.com](http://www.whirlpoolindia.com) or can be downloaded from the website of RTA for making service request. Members can also write to RTA at [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in) for obtaining forms or for seeking any clarification. It may be noted that any service request can be processed only after the folio is KYC compliant.

#### **ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ADDRESS FOR OBTAINING COPY OF ANNUAL REPORT:**

12. Pursuant to MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, the Notice of the AGM and the Annual Report for the financial year 2021-22 are being sent through electronic mode only to members whose email-addresses are registered with the Company/RTA or DPs.
13. Members may also note that the Notice of AGM and the Annual Report for the financial year 2021-22 will also be available on Company's website at [www.whirlpoolindia.com](http://www.whirlpoolindia.com), website of the Stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
14. Members who have not updated their email addresses with the Company are requested to update their email addresses in following manner:
  - **Shares held in dematerialised form:** register their email address with their respective DPs.
  - **Shares held in physical form:** Members can register/update their email address by writing to Company's RTA i.e. Link Intime India Private Limited at [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in) or [shikha.karakoti@linkintime.co.in](mailto:shikha.karakoti@linkintime.co.in).

Members can also temporarily update their email address and other details through the given link at [https://linkintime.co.in/EmailReg/Email\\_Register.html](https://linkintime.co.in/EmailReg/Email_Register.html).

Members who have already registered their email address are requested to keep their email address validated/updated at all times for prompt receipt of documents and communications (including Annual Reports, AGM notices) etc from time to time sent electronically by the Company.

#### **PROCEDURE FOR JOINING THE MEETING AND VOTING AT THE MEETING**

15. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the NSDL e-Voting system by following the steps mentioned below. After successful login, you can see the link of "VC/OAVM link" placed under "Join General meeting" menu against the Company name. You are requested to click on "VC/OAVM" link placed under "Join General Meeting" menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice to avoid last minute rush.
16. Members are encouraged to join the Meeting through Laptops for better experience.
17. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

#### **PROCEDURE FOR RAISING QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT**

18. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries in advance from their registered email address with respect to the audited financial statements or any other matters to be approved at the 61<sup>st</sup> AGM, mentioning their name, demat account no./folio no. and mobile number at [investor\\_contact@whirlpool.com](mailto:investor_contact@whirlpool.com). Questions/queries received by the Company till 05:00 PM (IST) on Monday 11<sup>th</sup> July, 2022 shall be considered and responded during the AGM.



## Whirlpool of India Limited

19. Members who would like to express their views or ask their questions during the AGM may pre-register themselves as a speaker by sending a request from their registered email address at [investor\\_contact@whirlpool.com](mailto:investor_contact@whirlpool.com) between 09:00 AM (IST) on Friday, 08<sup>th</sup> July, 2022 till 05:00 PM (IST) on Monday, 11<sup>th</sup> July, 2022 alongwith their details (Name, Demat account no./folio no. and mobile number).
20. For the smooth conduct of the AGM, the Company reserves the right to restrict the number of questions and number of speakers as appropriate.
21. Members who need technical assistance before or during the AGM to access and participate in the AGM may contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) / **1800 1020 990/1800 224 430** or contact **Ms. Sarita Mote , Assistant Manager-NSDL**

### PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM

22. Pursuant to the provisions of section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars, the Company is providing remote e-voting to its Members in respect of the business to be transacted at the 61<sup>st</sup> AGM and facility for those members participating in the 61<sup>st</sup> AGM to cast vote through e-voting system during the 61<sup>st</sup> AGM.
23. The remote e-voting period begins on Tuesday 12<sup>th</sup> July, 2022 at 09:00 A.M. (IST) and ends on Thursday 14<sup>th</sup> July, 2022 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. 08<sup>th</sup> July, 2022** may cast their vote electronically. A person who is not a Member as on the cut off date should treat this Notice for information purpose only. 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. Any person holding shares in physical form and shareholder other than individual shareholders who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date, may obtain the User ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in).
24. The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





#### 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 is given below:

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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the " <b>Beneficial Owner</b> " icon under " <b>Login</b> " which is available under ' <b>IDeAS</b> ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " <b>Access to e-Voting</b> " under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL

Type of shareholders	Login Method
	<p>for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to 1. register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held 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 <b>e-Voting service provider i.e. NSDL</b> 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> <li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="text-align: center;">  App Store          Google Play       </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile</li> </ol>

Type of shareholders	Login Method
	& Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.
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 <b>NSDL</b>	Members may contact NSDL helpdesk by sending a request at <b>evoting@nsdl.co.in</b> or call at toll free no.: <b>1800 1020 990</b> and <b>1800 22 44 30</b>
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	Members may contact CDSL helpdesk by sending a request at <b>helpdesk.evoting@cdslindia.com</b> or contact at <b>022-23058738</b> or <b>022-23058542-43</b>

**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: <https://www.evoting.nsdl.com/> 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 <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.
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*****



<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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 use 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 with the Company/RTA or DP, please follow steps mentioned in General Instructions.
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](http://www.evoting.nsdl.com).
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) 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 AGM 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 the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the AGM. For joining virtual AGM, 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.

**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:**

- (a) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company or RTA at investor\_contact@whirlpool.com or delhi@linkintime.co.in respectively.
- (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company or RTA at investor\_contact@whirlpool.com or delhi@linkintime.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
- (c) Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- (d) 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**GENERAL INFORMATION**

25. The Company has appointed Mr. Rajiv Adlakha, Partner- M/s. Adlakha & Adlakha Associates, or in his absence any partner of M/s. Adlakha & Adlakha Associates, a Practicing Company Secretary firm, who in the opinion of the Company is a duly qualified person, as a Scrutinizer who will collate the electronic voting process in a fair and transparent manner. The Scrutiniser shall within two working days from the conclusion of AGM, submit a consolidated scrutinizer's report of the 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 shall declare the result of the voting forthwith.
26. The results declared along with the Scrutinizer's Report shall be uploaded on the website of the Stock Exchanges where the shares of the Company are listed i.e. NSE and BSE, NDSL and shall also be placed on the Company's website [www.whirlpoolindia.com](http://www.whirlpoolindia.com).

**PROCEDURE FOR INSPECTION OF DOCUMENTS**

27. All the documents referred to in the accompanying notice and explanatory statement shall be available for inspection through electronic mode basis the request being sent on investor\_contact@whirlpool.com.
28. During the AGM the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, Register of Contracts or Arrangements in which Directors are interested under Section 189, and any other documents, as required, to be made available for inspection, will be available, upon login at NSDL e-voting platform at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).