

The Executive Secretary  
**Bombay Stock Exchange Ltd.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400 001  
TEL: 91-22-22721233/4  
FAX: 91-22-22721919

18.12.2017

**Ref: Company Code no. 531417 MEGACOR**

**Sub: Intimation under Regulation 30 of SEBI Listing Obligation & Disclosure Requirement, Regulation 2015- Postal Ballot Notice**

Dear Sir,

This is with reference to the above captioned subject.

We wish to inform you that pursuant to Section 110 & 108 of the Companies Act, 2013 read with Rule 20 & 22 of Companies (Management & Administration) Rule, 2014 and pursuant to applicable Regulation of SEBI (Listing Obligation & Disclosure Requirement), Regulation 2015 the company has completed the physical & electronic dispatch of Postal Ballot Notice on 16.12.2017 along with Postal Ballot Form to all the members whose names are recorded in the register of members or in register of beneficial owners maintained by Depository as on 08.12.2017.


Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligation & Disclosure Requirement), Regulation 2015, we enclose the Postal Ballot Notice and the Form being sent to the shareholders of the company.

Kindly acknowledge receipt of the same.

Thanking you.

Yours faithfully,

**For Mega Corporation Limited**



**Surendra Chhalani**  
Director and CFO  
DIN: 00002747



**Address: H. No. 246, Sector-31, Faridabad-121003**

**Encl.: A/a**

**Mega Corporation Limited**  
108, First Floor, Taimoor Nagar  
Opp. New Friends Colony  
New Delhi- 110025  
P +91 11 41516171  
F +91 11 26912728  
E info@megacorp.ltd  
www.megacorp.ltd.com  
CIN: L01120DL1985PLC092375

## POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013)

To,

The Members of  
**Mega Corporation Limited**  
108, First Floor, Taimoor Nagar,  
Opp. New Friends Colony,  
New Delhi-110020

Dear Member(s),

**Notice** is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations, to transact the Special Business set out below by the Members of Mega Corporation Limited, by passing the Resolution through Postal Ballot.

Your consideration and approval is sought for the Resolutions annexed herewith. The Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereto, setting out the material facts and the reasons for the Resolutions, is also appended herewith. Mr. Vikash Gupta, Practicing Company Secretary (FCS 9198 & CP No. 10785), has been appointed by the Board of Directors of your Company as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

You are requested to carefully read the instructions printed on this Postal Ballot Notice and the Postal Ballot Form and return the completed Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope (if posted in India), so as to reach the Scrutinizer, at the Corporate Office of the Company at 108, 1<sup>st</sup> Floor, Taimoor Nagar, New Delhi-110020, **on or before 5.00 P.M. on Wednesday, 17<sup>th</sup> day of January, 2018** which is last date for receipt of completed Postal Ballot Forms. Postal Ballot Form(s) received after this date and time will be considered as invalid.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with the Rules made thereto, the Company is pleased to offer E-Voting facility through E-Voting Platform of Central Depository Services (India) Limited "(CDSL)", as an alternate, which would enable Members to cast votes electronically, instead of sending Physical Postal Ballot Form(s). Please note that E-Voting is optional and the Members who do not opt for the E-Voting facility can cast their vote in writing in the duly filled in physical Postal Ballot Form. Please carefully read and follow the instructions on E-Voting process printed in this Notice.

Only members entitled to vote are entitled to fill in the Postal Ballot Form and send it to the Scrutinizer or vote under the remote e-voting facility offered by the Company, and any other recipient of this Notice who has no voting rights should treat the Notice as an intimation only. Detailed instructions to use the remote e-voting facility are given separately.

The Scrutinizer will submit his report to the CFO of the Company upon completion of scrutiny of the Physical Postal Ballot Forms and E-Voting data provided by Central Depository Services (India) Limited ('CDSL'), in a fair and transparent manner and the result of the Postal Ballot will be announced on Friday, the **19<sup>th</sup> day of January, 2018 at 11:00 A.M.** at the Registered Office of the Company. After declaration, the result of the Postal Ballot will be intimated to the Stock Exchanges where the shares of the Company are listed and placed along with the Scrutinizer's report on the Company's website viz: <http://www.megacorp.ltd.com/> and CDSL website and also be displayed at the Registered Office and Corporate Office of the Company. The result of the Postal Ballot shall also be communicated through Newspaper Advertisement.

In accordance with Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, if approved with requisite majority, the resolutions shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot forms or E-Voting i.e. **Friday, 19<sup>th</sup> day of January, 2018.**

The date of declaration of result shall be deemed to be date of passing of the said resolutions, if approved by the requisite majority.

**By Order of the Board  
For MEGA CORPORATION LIMITED**

**Sd/-  
Surendra Chhalani  
(Director and CFO)  
DIN: 00002747**

**Place: New Delhi  
Date: 14.12.2017**

**House No. 246, Sector 31, Faridabad-121003**

## **SPECIAL BUSINESS:**

### **ITEM NO. 1: Amendments to Objects Clause of the Memorandum of Association**

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 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 (including any statutory modification or amendment or re-enactment thereof for the time being in force and as may be enacted from time to time) and subject to the necessary registrations, approvals, consents, permissions and sanctions, if any, by the Registrar of Companies, NCT of Delhi and Haryana, and / or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority(ies), which the Board of Directors (hereinafter referred to as “the Board”, which includes any of duly constituted Committee of one or more Directors) is authorized to accept, as it may deem fit, the approval of the Company be and is hereby accorded for effecting the following modifications and amendments in the existing Memorandum of Association of the Company:-

“The words ‘Companies Act, 1956’ in the existing Memorandum of Association shall be substituted with the words ‘Companies Act, 2013’, wherever required under the applicable provisions.”

1. To carry on the business or businesses of a holding and investment company, and to buy, underwrite and to invest in and acquire and hold shares, stocks, debentures, debenture stock, bonds, obligation or securities of companies or partnership firms or body corporates or any other entities whether in India or elsewhere either singly or jointly with any other person(s), body corporate or partnership firm or any other entity carrying out or proposing to carry out any activity whether in India or elsewhere in any manner including but not limited to the following:
  - a. To acquire any such shares , stocks, debenture, debenture stock, bonds, obligation or securities by original subscription, exchange or otherwise and to subscribe for the same either conditionally or otherwise, to guarantee the subscription thereof issued or guaranteed by any government, state, public body, or authority, firm, body corporate or any other entity or persons in India or elsewhere.
  - b. To purchase or acquire, hold, trade and further to dispose of any right, stake or controlling interest in the shares, stocks, debentures, debenture stock, bonds, obligation or securities of companies or partnership firms either singly or jointly with any other person(s), body corporate or partnership firm carrying out or proposing to carry out any activity in India or in any other part of the world.
  - c. To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined and to hold or otherwise deal with any investment made.
  - d. To facilitate and encourage the creation, issue or conversion of debentures, debenture stock, bonds, obligation, shares, stocks, and securities, and to act as trustees in connection with any such securities, and to take part in the conversion of business concerns and undertakings into companies.
2. To give any guarantee in relation to the payment of any debentures, debenture stock, bonds, obligation or securities.
3. To subscribe for, conditionally or unconditionally, to underwrite issue on commission or otherwise take, hold, deal in, and convert stocks, shares and securities, of all kinds, and to enter into partnership, or into any arrangement for sharing profits, union of interest, reciprocal concession or co-operation with any person, partnership, or organize companies, syndicates, or partnerships of all kinds, for the purpose of acquiring and undertaking any property and liabilities of this company, or of any other company or of advancing, directly or indirectly, the object thereof, or for any other purpose which this company may think expedient.

4. To borrow and raise money in any manner for the purpose of any business of the company or of any company in which the company is interested and to secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the Company's property or assets (whether present or future).
5. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
6. To Purchase or otherwise acquire, and to sell, exchange, surrender, lease, mortgage, charge, convert, turn to account, dispose of , and deal with property and rights of all kinds, and in particular, mortgages, debentures, produce, concessions, options, contracts, patents, licenses, stocks, shares, bonds, policies, book debts, business concerns, and undertakings and claims, privileges, and chooses in action of all kinds.
7. To carry on activities of leasing and /or hire-purchase.
8. To carry on the business of the company as per RBI regulation & compliances.

**RESOLVED FURTHER THAT**, wherever required, the reference to various sections of the Companies Act, 1956 be replaced with the reference to the corresponding sections of the Companies Act, 2013, in the Memorandum of Association of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take all such actions as may be necessary, desirable or expedient and to do all such necessary acts, deeds and things that may be incidental or pertinent to give effect to the aforesaid resolution.”

**ITEM NO. 2: Appointment of Mr. Shurab Kumar as Whole Time Director of the Company**

“**RESOLVED THAT** in accordance with the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) approval of central government, if required, approval of the shareholders of the Company be and is hereby accorded to the appoint Mr. Shurab Kumar (DIN : 02034499) as Whole Time Director of the Company, for a period of 3 (three) years with effect from 19<sup>th</sup> January, 2018 to January, 18<sup>th</sup> 2020 and his term of office shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** approval be and is hereby accorded to the terms and conditions including remuneration payable as set out in the Agreement to be entered by Mr. Shurab Kumar with the Company for the aforesaid reappointment and as set out in the statement annexed to the Notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/ or remuneration as it may deem fit and as may be acceptable to Mr. Shurab Kumar, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to sign, seal and execute necessary papers, deeds and other documents to be filed with the Office of Registrar of Companies/ Ministry of Company Affairs or any other authority to give effect to this resolution and to do all such acts, deeds, things, matters connected with the aforesaid matter or any other matter incidental thereto.”

**By Order of the Board  
For MEGA CORPORATION LIMITED**

Sd/-  
**Surendra Chhalani**  
(Director and CFO)  
DIN: 00002747

**Place: New Delhi**  
**Date: 14.12.2017**

**House No. 246, Sector 31, Faridabad-121003**

## **NOTES:**

1. An explanatory statement pursuant to section 102 of the Companies Act, 2013, setting out the material facts and reasons for the proposed special resolution are annexed herewith below along with the form.
2. The Notice is being sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on Friday, 8th December, 2017.
3. In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014, Notice of Postal Ballot is being sent by registered post or speed post / courier / electronically by email to those shareholders who have registered their email-id with the Company / Depositories along with Postal Ballot Form. Shareholders who wish to vote through Postal Ballot Form, and if not received such form, can also download the Postal Ballot Form from Company's website i.e. <http://www.megacorp.ltd.com/> or from the agency website i.e. <https://cdsl.co.in/>.
4. The voting rights for the Equity Shares are one vote per Equity Share, registered in the name of the Shareholders / Beneficial Owners.
5. Voting by Postal Ballot, in the physical form or remote e-voting, can be exercised only by the Shareholder or his / her duly constituted attorney or in case of bodies corporate, the duly authorized person. Voting rights in a Postal Ballot/ remote e-voting cannot be exercised by a Proxy.
6. Voting period commences on and from 09:00 a.m., Tuesday 19.12.2017 and ends at 5:00 p.m. on Wednesday, 17.01.2018.
7. The result of the voting on the Resolutions will be declared at the Registered Office of the Company on Friday, 19th January, 2018 at 11.00A.M.
8. Kindly note that the Members can opt for only one mode of voting, i.e., either by Physical Postal Ballot or remote e-voting. If you are opting for remote e-voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by Physical Ballot and remote e-voting, then voting done through valid Physical Ballot shall prevail and voting done by remote e-voting will be treated as invalid.
9. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

In case of any query in relation to the Resolutions proposed to be passed by Postal Ballot/remote e-voting may be sent to:

Email id: [info@megacorp.ltd](mailto:info@megacorp.ltd)

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

### **Item No. 1**

The existing Memorandum of Association ("MOA") of the Company was framed in terms of the provisions of the Companies Act, 1956 and in pursuance of the objectives of the Company. The provisions of the new Companies Act, 2013, require for stating of the Objects Clause of MOA in a manner prescribed in the new Act.

In terms of Section 4(1) (c) of the Companies Act, 2013, the MOA of a Company shall state the objects for which the Company is proposed to be incorporated and any matter considered necessary in furtherance thereof. As such, the requirements of separately indicating the "Main Objects", "Incidental or Ancillary Objects" and "Other Objects" under the erstwhile Companies Act has changed.

Accordingly and in view of the requirements, the Objects Clause is proposed to be amended as under:

1. The Objects Clause will now have 2 parts viz. Part A - 'The Objects to be pursued by the Company on its incorporation' and Part B 'Matters which are necessary for furtherance of the Objects specified in Part A'.
2. The existing Part B of the Objects Clause of MOA has been retained except that the reference to various sections of the Companies Act, 1956 are proposed to be replaced with the reference to the corresponding sections of the Companies Act, 2013. In addition all the existing clauses are re-numbered.
3. The existing clauses of Part C of the Objects Clause (Clause III) viz. "Other Objects" is proposed to be deleted in line with the requirements of the Companies Act, 2013.

The alteration of MOA requires the approval of the Shareholders by means of a Special Resolution pursuant to Section 13 of the Act and accordingly the approval of the Shareholders is being sought through Postal Ballot.

Your Directors recommend the same for approval of the Shareholders to be passed as Special Resolution(s).

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution(s).

You are requested to communicate your assent or dissent for the aforesaid resolution(s), in accordance with the instructions set out herein.

## **ITEM NO. 2**

The Board of Directors of the Company ("the Board"), at its meeting held on 01st November, 2017 and subject to the approval of members of the company has appointed Mr. Shurab Kumar, as Whole Time Director, for a period of 3 (three) years with effect from 19th January, 2018 to January, 18<sup>th</sup> 2020 and his term of office shall be liable to retire by rotation at the remuneration recommended by the Nomination and Remuneration Committee of the Board. It is proposed to seek the member's approval for re-appointment of and remuneration payable to Mr. Shurab Kumar, as Whole Time Director, in terms of the applicable provisions of the Act. Broad particulars of terms of re-appointment of and remuneration payable to Mr. Shurab Kumar, as Whole Time Director is as under: The terms and conditions of remuneration as approved by Nomination and Remuneration committee and applicable to the Whole Time Director is as under – Name & Period of Maximum Salary Designation appointment (including /re-appointment perquisites) Mr. Shurab Kumar for 3 Years w.e.f. 19<sup>th</sup> January, 2018 to January, 18<sup>th</sup> 2020 not exceeding Rs. 2,25,000 per month above remuneration as aforesaid to be allowed to the Whole Time Director shall be subject to such limits for this remuneration as laid down by the Companies Act, 2013. The Scope and quantum of remuneration and perquisites specified hereinabove, may be enhanced, enlarged, widened, altered or varied by the Board of Directors in the light of and in conformity with any amendments to the relevant provisions of the Companies Act and / or the rules and regulations made there under and / or such guidelines as may be announced by the Central Government from time to time. In absence of or inadequacy of profits in any financial year during the currency of tenure of the appointee, the aforesaid remuneration will be paid as the minimum remuneration subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 or such other amount as may be provided in Schedule V as may be amended from time to time or an equivalent statutory re-enactments thereof. The Company shall pay to or reimburse the Whole Time Director and he shall be entitled to be paid and / or to be reimbursed by the Company all costs, charges and expenses that may have been or may be incurred by him for the purpose of or on behalf of the Company. Whole Time Director will be liable to retire by rotation. Accordingly if he fails to get re-appointment in General Meeting, his appointment as a Whole

Time Director will cease automatically and such agreement terminate forthwith. If at any time, the Whole Time Director ceases to be Director of the Company for any cause whatsoever, he shall cease to be a Whole Time Director and such agreement shall terminate forthwith.

Your Directors recommend the same for approval of the Shareholders to be passed as Special Resolution(s).

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution(s).

You are requested to communicate your assent or dissent for the aforesaid resolution(s), in accordance with the instructions set out herein.

**By Order of the Board  
For MEGA CORPORATION LIMITED**

**Sd/-  
Surendra Chhalani  
(Director and CFO)  
DIN: 00002747**

**Place: New Delhi  
Date: 14.12.2017**

**House No. 246, Sector 31, Faridabad-121003**



## POSTAL BALLOT FORM

1. Name and Registered address of sole/first named shareholder
2. Name or name(s) of the joint holders(s) if any
3. Registered Folio No./DP ID No. along with Client ID No\* (Applicable to investors holding shares in Dematerialized form)

4 No. of shares held

I/ We hereby exercise my/our votes in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Notice of the Company by conveying my/our assent or dissent to said Resolutions by placing tick mark (√) in the appropriate box below:

Item No.	Description of Resolution	Type of Resolution	I/We assent to the resolution (For)	I/We Dissent To The Resolution (Against)
1.	Special Resolution for Amendments to Objects Clause of the Memorandum of Association	Special Resolution		
2.	Special Resolution for Appointment of Mr. Shurab Kumar as Whole Time Director of the Company	Special Resolution		

**By Order of the Board  
For MEGA CORPORATION LIMITED**

**Sd/-  
Surendra Chhalani  
(Director and CFO)  
DIN: 00002747**

**Place: New Delhi  
Date: 14.12.2017**

**House No. 246, Sector 31, Faridabad-121003**

(As per specimen signature registered with Registrar and Share Transfer Agents)

## ELECTRONIC VOTING PARTICULARS

EVSN	User ID	Password
171215006		

Note: For e-voting, please refer the instructions under "Remote E-Voting"

### **INSTRUCTIONS FOR VOTING BY:**

#### **A. GENERAL INFORMATION**

- a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.
- b) Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.
- c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy

#### **B. PHYSICAL POSTAL BALLOT FORM**

1. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed envelope on which postage will be paid by the Company which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier, at the expense of the Member will also be accepted. Members are requested to convey their assent or dissent in this Postal Ballot Form only. The assent or dissent received in any other form or manner shall be considered as invalid.
2. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address to which the same needs to be dispatched.
3. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar / Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with Registrar / Depository) by the first named Member and in his / her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA or enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. on Wednesday, January, 17, 2018. Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
5. In case of Equity Shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution /authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.

6. Shareholders are requested not to send any paper (other than the Resolution /authority as mentioned under instruction above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope, the same would not be considered and would be destroyed by the Scrutinizer.
7. The votes should be cast either in favour of or against by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the columns will render the Form invalid.
8. Incomplete, unsigned or improperly or incorrectly filled Postal Ballot Form shall be rejected.

### **C. SHAREHOLDERS' INSTRUCTIONS FOR E-VOTING**

In Compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to offer e-voting facility which will enable the shareholders to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting. The process and instructions for e-voting are as under:

- i) The voting period begins on 19.12.2017 from 9.00 A.M and ends on 17.01.2018 till 5.00P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 08.12.2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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.
- 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](http://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:
- (viii) If you are a first time user follow the steps given below:
- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant on which you choose to vote.

<b>PAN</b>	For Members holding shares in Demat Form and Physical Form
	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• 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.</li> <li>• 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. Eg. If your name is 3 Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page. 4
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**(B) In case of Members receiving Postal Ballot Form by Post:**

- (I) User ID and initial password is provided at the bottom of the Postal Ballot Form. (ii) Please follow all steps from Sr. No. IA (b) to (j) above, to cast your vote.
- (C) If you are already registered with CDSL for e-voting then you can use your existing user ID and password for Login to cast your vote.
- (D) In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of CDSL E-Voting [www.evoting.cdsl.com](http://www.evoting.cdsl.com). You can also send your queries/ grievances relating to e-voting to the e-mail ID: [info@megacorp.ltd](mailto:info@megacorp.ltd).
- (E) The period for e-voting starts on Tuesday, 19.12.2017 at 09.00 A.M. and ends on Wednesday, 17<sup>th</sup> January, 2018 at 05.00 P.M. During this period shareholders of the company holding shares either in physical form or in dematerialized form, as on the cutoff date (record date) of 8th December, 2017, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

