

17<sup>th</sup> December, 2015

The National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor  
Plot No. C/1, G Block  
Bandra Kurla Complex  
Bandra (E)  
**Mumbai- 400 051**

**NSE Symbol : HAVELLS**

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
**Mumbai- 400 001**

**Scrip Code : 517354**

**Sub: Notice of Postal Ballot**

Dear Sir,

In terms of Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with corresponding circulars and notifications issued thereunder, please find enclosed herewith the Notice of Postal Ballot being sent to the Members of the Company seeking their assent/ dissent on the following proposed Special Resolutions:

1. Approval of divestment upto 100% stake in Havells Malta Limited by Havells Holdings Limited, a wholly-owned subsidiary of the Company
2. Approval of divestment upto 100% stake in Havells Exim Limited, a wholly-owned subsidiary of the Company

Thanking you.

Yours faithfully,  
for **Havells India Limited**

  
**(Sanjay Gupta)**  
Company Secretary

Encl.: A/a

**HAVELLS INDIA LTD.**

Corporate Office: QRG Towers, 2D, Sector 126, Expressway, Noida - 201304, India  
Tel: +91-120-4771000, Fax: +91-120-4772000  
E-mail: marketing@havells.com, www.havells.com  
Registered Office: 1, Raj Narain Marg, Civil Lines, Delhi - 110 054 (India)  
CIN:L31900DL1983PLC016304



# HAVELLS INDIA LIMITED

Regd. Office: 1, Raj Narain Marg, Civil Lines, Delhi-110054 CIN: L31900DL1983PLC016304  
Corp. Office: 'QRG Towers', 2D, Sector 126, Expressway, Noida-201304 (U.P.)  
Tel. # 0120-3331000; Fax # 0120-3332000; Email: investors@havells.com

## NOTICE OF POSTAL BALLOT

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

To

The Members of Havells India Limited

**NOTICE** is hereby given pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to other laws and regulations as may be applicable, that the Resolutions appended below are proposed to be passed by the Members as Special Resolutions by way of Postal Ballot/ Electronic Voting (e-voting) by giving their assent/ dissent thereto. The Explanatory Statement pertaining to the proposed Resolutions setting out the material facts and the reasons thereof is annexed hereto alongwith a Postal Ballot Form for your consideration.

In the event the draft Resolutions as set out are assented to by requisite majority of Members by means of a Postal Ballot, they shall be deemed to have been passed as Special Businesses at an Extraordinary General Meeting. The Special Resolutions shall be declared as passed if the numbers of votes cast in their favour are not less than three times the number of votes cast, if any, against the said Resolutions. The date of the announcement of result of Postal Ballot shall be considered to be the date of Extraordinary General Meeting and the date of passing of the said Resolutions.

Please carefully read the instructions printed on the enclosed Postal Ballot Form and return the Form duly completed in the attached self-addressed, postage pre-paid envelope, so as to reach the Scrutinizer before the close of working hours on 17<sup>th</sup> January, 2016.

### ITEM NO. 1

#### **APPROVAL OF DIVESTMENT UPTO 100% STAKE IN HAVELLS MALTA LIMITED BY HAVELLS HOLDINGS LIMITED, A WHOLLY-OWNED SUBSIDIARY OF THE COMPANY**

To consider and if thought fit, to pass, with or without modification, the following Resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to the provisions of Section 180(1)(a), Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereto) and the Rules made thereunder ("**the Act**") and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum and Articles of Association of the Company and other applicable laws, to the extent applicable and subject to requisite approvals including the approval of the RBI (Reserve Bank of India), the lenders and all concerned statutory and regulatory authorities and departments, person or persons, if and to the extent necessary, and such other approvals, permissions and sanctions as may be required, the Members of the Company hereby approve the divestment (in one or more tranches) upto 100% (one hundred percent) of the equity shares of Havells Malta Limited ("**HML**") held by Havells Holdings Limited ("**HHL**")/ "**Seller**", a wholly-owned subsidiary of the Company to Shanghai Feilo Acoustics Co. Ltd. or any of its Affiliates ("**Buyer**")/ "**FEILO**") for a consideration and such other terms and conditions as contained in the Share Holders Agreement ("**SHA**") and Share Purchase Agreement ("**SPA**") entered among, *inter alia*, the Buyer, the Seller and HML.

**RESOLVED FURTHER THAT** Shri Anil Rai Gupta, Chairman and Managing Director, Shri Surjit Kumar Gupta and Shri Ameet Kumar Gupta, Directors of the Company and Shri Rajiv Goel, Executive President of the Company, be and are hereby authorised severally to do all such acts, deeds, matters and things as may be necessary and to make all such filings and applications for the statutory / regulatory and other approvals as may be required to complete the aforesaid transaction, and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Shareholders or otherwise to the end and intent that the Shareholders shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

**RESOLVED FURTHER THAT** all acts, deeds, matters and things, either verbal or written or otherwise, already done by the Company and / or any of its directors and / or officers and / or representatives for and in the name of the Company in this regard be and are hereby noted, ratified and approved."

### ITEM NO. 2

#### **APPROVAL OF DIVESTMENT UPTO 100% STAKE IN HAVELLS EXIM LIMITED, A WHOLLY-OWNED SUBSIDIARY OF THE COMPANY**

To consider and if thought fit, to pass, with or without modification, the following Resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to the provisions of Section 180(1)(a), Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereto) and the Rules made thereunder ("**the Act**") and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum and Articles of Association of the Company and other applicable laws, to the extent applicable and subject to requisite approvals including the approval of the RBI (Reserve Bank of India), the lenders and all concerned statutory and regulatory authorities and departments, person or persons, if and to the extent necessary, and such other approvals, permissions and sanctions as may be required, the Members of the Company hereby approve the divestment (in one or more tranches) upto 100% (one hundred percent) of the shares held by the Company ("**Seller**") in Havells Exim Limited, a 100% (one hundred percent) subsidiary of the Company ("**Exim**") to Shanghai Feilo Acoustics Co. Ltd or any of its Affiliates ("**Buyer**")/ "**FEILO**") for a consideration and such other terms and conditions as contained in the Share Purchase Agreement entered among, *inter- alia*, the Buyer, Seller and Exim.

**RESOLVED FURTHER THAT** Shri Anil Rai Gupta, Chairman and Managing Director, Shri Surjit Kumar Gupta and Shri Ameet Kumar Gupta, Directors of the Company and Shri Rajiv Goel, Executive President of the Company, be and are hereby authorised severally to do all such acts, deeds, matters and things as may be necessary and to make all such filings and applications for the statutory / regulatory and other approvals as may be required to complete the aforesaid transaction, and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Shareholders or otherwise to the end and intent that the Shareholders shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

**RESOLVED FURTHER THAT** all acts, deeds, matters and things, either verbal or written or otherwise, already done by the Company and / or any of its directors and / or officers and / or representatives for and in the name of the Company in this regard be and are hereby noted, ratified and approved."

**By order of the Board  
For Havells India Limited**

**Noida, 11 December, 2015**  
**Registered Office:**  
**1, Raj Narain Marg**  
**Civil Lines, Delhi - 110054**

**Sanjay Kumar Gupta**  
**Company Secretary**

**NOTES:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of all the businesses specified above is annexed herewith.
2. The Board vide its Resolution passed on 10<sup>th</sup> December, 2015 has appointed Ms Balika Sharma, Practising Company Secretary (Membership No. F4816, COP No. 3222), as Scrutinizer for conducting the Postal Ballot voting process in accordance with the law and in a fair and transparent manner.
3. The Postal Ballot Form together with the self-addressed Business Reply Envelope is enclosed for the use of the Member. Please read the instructions printed on the enclosed Postal Ballot Form carefully before exercising your vote and return the Form duly completed, signifying your assent or dissent, in the attached self-addressed, postage pre-paid envelope, so as to reach the Scrutinizer within a period of 30 days from the date of despatch of notice i.e. before the close of working hours on 17<sup>th</sup> January, 2016.
4. The Notice is being sent to all the Members, whose names are appearing in the Register of Members/ Record of Depositories as on 4<sup>th</sup> December, 2015. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Members as on that date.
5. **In compliance with Section 110 of the Companies Act, 2013 and the Rules made thereunder, the Company is pleased to offer e-voting facility as an alternate, for all its Members to enable them to cast their vote electronically instead of dispatching Postal Ballot.** E-voting is optional. In case a Member desires to exercise his vote by using e-voting facility then he has to carefully follow the instructions as given for e-voting printed on the back side of the Postal Ballot Form. He can use the facility and log-in any number of times till he has voted on all the Resolutions or till the end of the voting period (i.e. till the last date of receipt of Postal Ballots), whichever is earlier.  
Members irrespective of who have registered their e-mails for receipt of documents in electronic mode under the green initiative and who wish to vote through Postal Ballot Form can seek Duplicate Form from Corporate Office of the Company and send the same by post to the Corporate Office of the Company addressed to the Scrutinizer.  
Members may contact Shri Sanjay Kumar Gupta, Company Secretary, for any grievances connected with voting by postal ballot including voting by electronic means at the Corporate Office of the Company at 'QRG Towers', 2D, Sector 126, Expressway, Noida 201 304 (U.P.), Tel. #0120-3331000.
6. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Form will be treated as invalid.
7. The Scrutinizer will submit her Report after completion of the scrutiny, addressed to the Chairman on 19<sup>th</sup> January, 2016. The Chairman will, or in his absence any other person so authorized by him will, announce the result of voting by postal ballot on 19<sup>th</sup> January, 2016 at 4:00 P.M. at the Corporate Office of the Company at 'QRG Towers', 2D, Sector 126, Expressway, Noida 201 304 (U.P.) and the Special Resolutions will be taken as passed effectively on the date of announcement of the result by such authorized person, if the results of the Postal Ballots indicate that the requisite majority of the Members had assented to the Resolution. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.  
Members who wish to be present at the venue at the time of declaration of the result are welcome to do so. The Results of the Postal Ballot along with the Scrutinizer's Report will also be displayed at the Company's Registered Office and hosted on the website of the Company [www.havells.com](http://www.havells.com) besides being communicated to the stock exchanges on which the shares of the Company are listed and NSDL.
8. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days up to the last date of voting i.e. 17<sup>th</sup> January, 2016.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 1

Havells Holdings Limited ("**Seller**"/ "**HHL**") which is a wholly-owned subsidiary of the Company based at Isle of Man (IOM), had informed the Company that, HHL in its Board Meeting held on 9<sup>th</sup> December, 2015 at Shanghai, as a strategic step, decided to divest its shareholding in Havells Malta Limited (excluding its subsidiaries based in United States, Brazil, Chile and Thailand), a wholly-owned subsidiary of HHL ("**HML**") to Shanghai Feilo Acoustics Co. Ltd. or to any of its Affiliates ("**Buyer**"/ "**FEILO**") on such terms and conditions as contained in the Share Purchase Agreement ("**SPA**") and the Share Holders Agreement ("**SHA**") signed among *inter-alia*, the Seller, the Buyer and HML (the SHA and the SPA are hereinafter collectively referred to as the "**Transaction Documents**").

FEILO is a company incorporated under the laws of the People's Republic of China and is principally involved in the business of manufacturing and distributing lighting equipment.

Salient features of the aforementioned Transaction Documents are as follows:-

- The present divestment means the sale and transfer of Equity Shares representing 80% (eighty percent) of the Share Capital of HML (excluding its subsidiaries based in United States, Brazil, Chile and Thailand) by the Seller and purchase/ acquisition by the Buyer pursuant to the Transaction Documents, at a consideration of € 138,400,000 (One Hundred and Thirty Eight Million and Four Hundred Thousand Euros). The consideration is subject to closing adjustment.
- In respect of the remaining 20% (twenty percent) Equity Shares of HML, the Buyer and Seller have the Call and Put Options to be exercised during the period of 5 (five) years commencing from the closing of the purchase of the 80% (eighty percent) of the shareholding of HML, which is likely to be on or before 29<sup>th</sup> February, 2016, at a consideration to be determined in accordance with the terms and conditions of the Transaction Documents.

The Board of Directors of your Company, in its Meeting held on 10<sup>th</sup> December, 2015 has confirmed the sale of stake by the Seller to the Buyer, in accordance with the terms and conditions of the Transaction Documents and authorized signatories, on behalf of the Company as the confirming party, to sign the Transaction Documents and other related documents in connection thereof.

Further, from a governance perspective and in view of the statutory provisions contained in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, produced hereunder, the Board recommends the divestment plan of the Seller before the Shareholders of the Company for their approval as a Special Resolution:-

1. Regulation 24(5) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that a listed entity shall not dispose of shares in its "material subsidiary" resulting in reduction of its shareholding (either on its own or together with other subsidiaries) to less than 50% (fifty percent) or cease the exercise of control over the subsidiary without passing a special resolution in its General Meeting.
2. In addition to the SEBI Regulations, the Companies Act, 2013 by virtue of section 180(1)(a) requires that selling/ disposing of the whole/ substantially the whole of an undertaking of the Company requires consent of the company by a special resolution.

This proposal has also been reviewed and approved by the Audit Committee of the Board of Havells India Ltd. in terms of Reg. 24(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which prescribes that an audit committee of the listed entity shall also review the financial statements, in particular, the investments made by the unlisted subsidiary.

None of the directors or key managerial personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Your Directors thus recommend the Special Resolution set out as Item No. 1 of the accompanying Notice, for your approval.

### Item No. 2

The Company has been reviewing the financial position of its subsidiaries and internally exploring the possibility of taking strategic steps including divestment.

It is proposed to divest upto 100% (one hundred percent) stake of the Company ("**Seller**") held in Havells Exim Limited, Hongkong ("**Exim**"), a 100% (one hundred percent) subsidiary of the Company to Shanghai Feilo Acoustics Co. Ltd. or any of its Affiliates ("**Buyer**"/ "**FEILO**") for a consideration and such other terms and conditions as contained in the Share Purchase Agreement ("**SPA**") entered among, *inter-alia*, the Seller, the Buyer and Exim.

Exim is a 100% (one hundred percent) subsidiary of the Company based at Hong Kong, and it serves as a Central Procurement Company (CPC) to procure various electrical products for Havells and Sylvania trading operations.

FEILO is a company incorporated under the laws of the People's Republic of China and is principally involved in the business of manufacturing and distributing lighting equipment.

The salient features of the SPA are as follows:-

- The present divestment means sale and transfer of Equity Shares representing 80% (eighty percent) of the Share Capital of Exim agreed to be acquired by the Buyer pursuant to and in accordance with the terms of the SPA, at a consideration of € 10,400,000 (Ten Million and Four Hundred Thousand Euros). The consideration is subject to closing adjustment.
- In respect of the remaining 20% (twenty percent) equity shares of Exim, the Buyer and the Seller have the Call and Put Options until the expiry of a period of 9 (nine) months commencing from the closing of the purchase of the 80% (eighty percent) of the shareholding of HML, which is likely to be on or before 29<sup>th</sup> February, 2016, at a consideration to be determined in accordance with the terms and conditions of the SPA.

The Board in its Meeting held on 10<sup>th</sup> December, 2015 has approved the sale of stake of the Company in Exim and authorised signatories for finalising and executing the SPA including other related documents in connection thereof.

Further, in view of the statutory provisions contained in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015, produced hereunder, the Board recommends the divestment plan of the Company to the Shareholders for their approval as a Special Resolution:-

1. Regulation 24(5) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that a listed entity shall not dispose of shares in its "material subsidiary" resulting in reduction of its shareholding (either on its own or together with other subsidiaries) to less than 50% (fifty percent) or cease the exercise of control over the subsidiary without passing a special resolution in its General Meeting.
2. In addition to the SEBI Regulations, the Companies Act, 2013 by virtue of section 180(1)(a) requires that selling/ disposing of the whole/ substantially the whole of an undertaking of the Company requires consent of the company by a special resolution.

This proposal has also been reviewed and approved by the Audit Committee of the Board of Havells India Ltd in terms of Reg. 24(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which prescribes that an audit committee of the listed entity shall also review the financial statements, in particular, the investments made by the unlisted subsidiary.

None of the directors or key managerial personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Your Directors thus recommend the Special Resolution set out as Item No. 2 of the accompanying Notice, for your approval.

**By order of the Board  
For Havells India Limited**

**Noida, 11 December, 2015**  
**Registered Office:**  
**1, Raj Narain Marg**  
**Civil Lines, Delhi - 110054**

**Sanjay Kumar Gupta**  
**Company Secretary**



# HAVELLS INDIA LIMITED

Regd. Office: 1, Raj Narain Marg, Civil Lines, Delhi-110054 CIN: L31900DL1983PLC016304

Corp. Office: 'ORG Towers', 2D, Sector 126, Expressway, Noida-201304 (U.P.)

Tel. # 0120-3331000; Fax # 0120-3332000; Email: investors@havelis.com

## POSTAL BALLOT FORM

1. Name of Shareholder(s) :  
(including joint holders, if any)

2. Registered Address of the Sole/  
First named Shareholder :

3. Registered Folio No./DPID No. &  
Client ID No. :  
(\*applicable to investors holding shares  
in dematerialized form)

4. No. of Shares held :

5. I/ We hereby exercise my/ our vote in respect of the Special Resolutions to be passed through Postal Ballot/ E-voting for the businesses stated in the Notice of the Company, enumerated below, by sending my/ our assent or dissent to the said Resolutions by placing tick (v) mark in the appropriate boxes below:

| Sl. No. | Description of Resolution(s)   | No. of Shares for which votes cast | I/ We assent to the Resolution (FOR) | I/ We dissent to the Resolution (AGAINST) |
|---------|--|------------------------------------|--------------------------------------|---|
| (1)     | Special Resolution approving divestment upto 100% stake in Havells Malta Limited by Havells Holdings Limited, a wholly-owned subsidiary of the Company |                                    |                                      |   |
| (2)     | Special Resolution approving divestment upto 100% stake in Havells Exim Limited, a wholly-owned subsidiary of the Company                              |                                    |                                      |   |

Place :

Date :

\_\_\_\_\_  
(Signature of the Shareholder)

### Notes:

1. Last date for receipt of Postal Ballot form by Scrutinizer is 17<sup>th</sup> January, 2016.
2. Please read the instructions printed over leaf carefully before completing this form.

### ELECTRONIC VOTING PARTICULARS

| EVEN | USER ID | PASSWORD |
|------|---------|----------|
|      |         |          |

## INSTRUCTIONS

Member(s) can opt only one mode for voting i.e. either by Physical Ballot or E-voting. In case you are opting for e-voting, then do not vote by Physical Ballot also and vice versa. However, in case votes are cast through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Form will be treated as invalid.

### PROCESS AND MANNER FOR MEMBERS OPTING FOR PHYSICAL VOTING

1. A Member desiring to exercise his vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed Business Reply Envelope before the close of working hours (5 P.M.) on or before 17<sup>th</sup> January, 2016. The postage will be borne and paid by the Company.
2. The self-addressed Business Reply Envelope is addressed to the Scrutinizer appointed by the Board of the Company.
3. The Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the Form is permitted. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the scrutinizer not later than the date specified in pt. (1) above.
4. This Postal Ballot Form should be completed and signed by the Member or Members, in case of joint holding as per the specimen signature registered with the Company/ Depository Participant by the first named Member and in his absence, by the next named joint holder.
5. Incomplete, unsigned and incorrect Postal Ballot Form will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.
6. In case the shares are held by Body Corporate/ Trust, the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/ Authorization together with the attested specimen signature of the authorised signatories.
7. Members are requested not to send any other paper (other than Board Resolution/ Authority as mentioned in the item no. 6 above) along with the Postal Ballot Form in the enclosed self-addressed Business Reply Envelope addressed to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.

### PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING

1. The Company also offers e-Voting facility. Please see the instructions below for details.
  - A. In case of shareholders receiving e-mail from NSDL:**
    - a. Open e-mail and open PDF file viz; "HAVELLS e-Voting.pdf" with your Client ID or Folio No. as password containing your user ID and password for e-voting. Please note that the password is an initial password.
    - b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
    - c. Click on "Shareholder - "Login"
    - d. Put user ID and password as initial password noted in step (a) above. Click Login.
    - e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
    - f. Home page of "e-voting" opens. Click on "e-voting: --- Active Voting Cycles."
    - g. Select "EVEN" of Havells India Limited.
    - h. Now you are ready for "e-voting" as "Cast Vote" page opens.
    - i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
    - j. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through E-mail [csbalikasharma.h@gmail.com](mailto:csbalikasharma.h@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  - B. In case of shareholders' receiving Postal Ballot Form by Post:**
    - a. Initial password is provided at the bottom of the Postal Ballot Form. Please follow all steps from Sl. No. (b) to Sl. No. (j) above, to cast vote.
2. **The E-voting period commences on 18<sup>th</sup> December, 2015 (8:30 am) and ends on 17<sup>th</sup> January, 2016 (5:00 pm). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 4<sup>th</sup> December, 2015, may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he or she will not be allowed to change it subsequently.**
3. If you are already registered with NSDL for e-voting then you can use your existing User ID and password for casting your vote.
4. You can update your mobile number and email ID in the user profile details of the folio which may be used for sending communication(s) regarding NSDL e-voting system in future.
5. 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 "downloads" section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

\*\*\*\*\*