



WHIRLPOOL OF INDIA LIMITED
(CIN No. : L29191PN1960PLC020063)

CORPORATE OFFICE : PLOT NO. 40, SECTOR-44, GURUGRAM (GURGAON) - 122002 (HARYANA), INDIA TEL. : (91) 124-4591300 FAX : (91) 124-4591301
REGD. OFF. : PLOT NO. A-4 MIDC, RANJANGAON, TAL. SHIRUR, DIST. PUNE-412 220 TEL. : (91) 2138-660100 FAX : (91) 2138-232376
Website : www.whirlpoolindia.com, E-mail : info_india@whirlpool.com

04.08.2023

<p>The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai, Maharashtra - 400001</p> <p>Scrip Code: 500238</p>	<p>The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra – 400051</p> <p>Symbol: WHIRLPOOL</p>
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Dear Sir,

Subject: Annual Report for the financial year ended 31st March, 2023

In furtherance to our intimation dated 28th July, 2023 wherein the Company had informed that the 62nd Annual General Meeting (AGM) of the Company is scheduled to be held on Monday, 28th August, 2023 through Video Conference / Other Audio-Visual Means, in accordance, with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

In terms of the requirements of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Integrated Annual Report of the Company including the Business Responsibility Report and the Notice of 62nd AGM for the financial year 2022-23, which is being sent through electronic mode to the Members.

The Integrated Annual Report and the Notice of 62nd Annual General Meeting is also uploaded on the Company's website at www.whirlpoolindia.com and this is also available on the website of NSDL at www.evoting.nsdl.com.

The above is for your information and records

Thanking you

Yours faithfully

For Whirlpool of India Limited

Roopali Singh
VP - Legal & Company Secretary

Plot No. 40, Sector 44,
Gurugram, Haryana - 122002

Encl:as above

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 62nd Annual General Meeting on Monday, 28th August, 2023 at 11.00 A.M. (IST)

Members are invited to attend the Sixty Second Annual General Meeting of the Company to be held on Monday, 28th August, 2023 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 Remote E-voting and E-voting during the AGM" section in the subsequent pages of the Notice
3.	Helpline number for VC participation	022-4886 7000 and 022-2499 7000
4.	Cut-off date for e-voting	21 st August, 2023
5.	Time period for remote e-voting	Starts from 09:00 AM on 23 rd August, 2023 and ends at 05:00 PM on 27 th August, 2023
6.	Book Closure dates	19 th August, 2023 to 28 th August, 2023 (both days inclusive)
7.	Link for members to temporarily update email address	https://web.linkintime.co.in/EmailReg/Email_Register.html
8.	Last date for submission of TDS exemption documents	14 th August, 2023
9.	Link for submission of TDS exemption documents	https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html
10.	Last date for publishing results of the e-voting	30 th August, 2023
11.	Registrar and Share Transfer Agent contact details	Link Intime India Private Limited, Noble Heights, 1 st 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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www.whirlpoolindia.com

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

Email: investor_contact@whirlpool.com

Notice is hereby given that the Sixty Second Annual General Meeting (AGM) of the Members of Whirlpool of India Limited will be held on Monday, 28th August 2023 at 11:00 am (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, 2023 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, 2023.
2. To declare a final dividend of INR 5 per equity share for the Financial Year ended on March 31, 2023.
3. To appoint a Director in place of Mr. Anil Berera (DIN: 00306485) who retires by rotation and being eligible, offers his candidature for re-appointment.

SPECIAL BUSINESS:

4. 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 the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with 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 on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2024, amounting to INR 4.25 Lacs (INR Four Lakhs twenty-five thousand only) exclusive of applicable taxes and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified."

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

**Place: Gurugram
Date: May 17, 2023**

**Roopali Singh
Company Secretary**

NOTES:

GENERAL INSTRUCTIONS FOR PARTICIPATION AT 62ND AGM AND E-VOTING:

1. Pursuant to General Circular nos. 14/2020, 17/2020, 20/2020, 02/2021, 2/2022 and 10/2022 dated 08th April, 2020, 13th April, 2020, 05th May, 2020, 13th January, 2021, 05th May, 2022 and 28th December, 2022 respectively issued by Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA Circulars" allowing companies whose AGMs are due in the year 2023, 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 62nd AGM of the Company is being held through VC/OAVM. The deemed venue for the 62nd AGM shall be the Registered Office of the Company.

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 62nd 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 62nd AGM through VC/OAVM and e-voting during the 62nd AGM.
4. The Company has engaged National Securities Depositories Limited (“NSDL”) for facilitating voting through electronic means, providing facility of participation in the 62nd AGM through VC/OAVM and e-voting during the 62nd 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 under Investor section.
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/ Authorization 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/authorization shall be sent by the member to the Company at investor_contact@whirlpool.com and to the Scrutinizer by e-mail at akashguptacs86@gmail.com with a copy marked to 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 system will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
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 or call on toll free no.: 022-48867000 and 022-24997000 or send an email to Ms. Pallavi Mhatre, Senior Manager NSDL at evoting@nsdl.co.in.
9. Members may send a request to 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, self-attested scanned copy of PAN, self-attested scanned copy of Aadhar Card, Individual members holding shares in demat form may refer to the instructions given in this Notice below.
10. Further, SEBI vide its circular dated 16th March, 2023 in supersession of earlier circular dated 3rd November, 2021, read with clarification dated 14th December, 2021 introduced common and simplified norms for processing investor’s service request by Registrar and Transfer Agent(s) (RTAs) and norms for furnishing PAN, email, phone number, address, nomination, bank details and specimen signature (“KYC documents/details”). Accordingly, the RTA cannot process any service requests or complaints received from the holder(s) / claimant(s), till KYC documents/details are updated. Moreover, on or after 1st October, 2023, in case any of the above cited KYC documents / details are not available in the folios, RTA shall be constrained to freeze such folios and further, if the securities continue to remain frozen as on December 31, 2025, the RTA /Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

In this regard, the Company has also sent individual letters to all the Members holding shares of the Company in physical form for furnishing the aforesaid details. This 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 may download the necessary forms from the website of the Company at

Whirlpool of India Limited

www.whirlpoolindia.com or from the website of RTA at linkintime.co.in as mentioned below for registration of KYC details:

Types of Request	Form
For availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR - 1 Form ISR - 2
For updation of signature of securities holder	
For nomination as provided in the Rules 19 (1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
For Declaration to opt out (i.e. no nomination)	Form ISR-3
For cancellation of nomination by the holder(s) (along with ISR-3) / Change of Nominee Form (SH-13)	SH-14
For requesting issue of Duplicate Certificate and other service requests for shares etc., held in physical form	ISR 4
For transmission of shares by nominee or legal heir	ISR 5

In case of dematerialized shares, the Members can file their nomination with the respective Depository Participants (DPs).

- Regulation 40 of the Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its Circular dated 25th January, 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/consolidation of share certificates, etc. In view of this as also to eliminate all risks associated with physical shares and for ease of portfolio management, the Members holding shares in physical form are requested to consider converting their holdings to demat mode., as amended,

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF E-MAIL ADDRESS FOR OBTAINING COPY OF ANNUAL REPORT:

- Pursuant to MCA Circulars and SEBI Circular No. SEBI/HO/CFD/Pod-2/P/CIR2023/4 dated 5th January, 2023, the Notice of the AGM and the Annual Report for the financial year 2022-23 are being sent through electronic mode only to members whose email addresses are registered with the Company/RTA or DPs.
- Members may also note that the Notice of AGM and the Annual Report for the financial year 2022-23 will also be available on Company's website at www.whirlpoolindia.com, website of the Stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.
- Members who have not updated their email addresses with the Company are requested to update their email addresses in following manner:
 - Shares held in dematerialized form:** update/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 or shikha.karakoti@linkintime.co.in. along with the copy of the signed request letter (ISR-I) mentioning the name and address of the member, self-attested copy of PAN card, and self-attested copy of any document (e.g.: Driving License, Voter Identity Card, Passport, Adhar Card) in support of the address of the member.

Members can also temporarily update their email address and other details through the given link at 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, communications, (including Annual Reports, AGM notices), etc. from time to time sent electronically by the Company.

PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM

- 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 the Internet with a good speed to avoid any disturbance during the meeting. Please note that members 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 62nd AGM, mentioning their name, demat account no./folio no. and mobile number at investor_contact@whirlpool.com. Questions/queries received by the Company till 05:00 PM (IST) on 24th August, 2023, shall be considered and will be responded during the AGM.
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 between 09:00 AM (IST) on 22nd August, 2023 till 05:00 PM (IST) on 24th August, 2023 alongwith their details (Name, Demat account no./folio no. and mobile number).
20. The Company reserves the right to restrict the number of questions and number of speakers as appropriate for smooth conduct of the AGM.
21. Members who need technical assistance before or during the AGM to access and participate in the AGM may contact evoting@nsdl.co.in or call at 022-4886 7000/022-2499 7000 and contact Ms. Pallavi Mhatre, Senior 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 (as amended) read with applicable Circulars, the Company is providing remote e-voting to its Members in respect of the business to be transacted at the 62nd AGM and facility for those members participating in the 62nd AGM to cast vote through e-voting system during the 62nd AGM.
23. Members may cast their votes on an electronic voting system from any place (remote e-voting). The remote e-voting period begins on Wednesday, 23rd August, 2023 at 09:00 A.M. (IST) and ends on Sunday, 27th August, 2023 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as cut-off date **i.e. 21st August, 2023** 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 members 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 member other than individual members 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 or delhi@linkintime.co.in. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting. Members holding shares in physical form are requested to access the remote e-voting facility provided by the Company through NSDL e-voting system at <https://www.evoting.nsdl.com/>.
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:

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on ‘e-voting facility provided by Listed Companies’, e-voting process has been enabled for all the individual demat account holders, through their demat account maintained with DPs. Members are advised to update their mobile number and

email id in their demat accounts in order to access e-voting facility. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process.

A) Login method for e-Voting and joining virtual meeting for Individual members holding securities in demat mode

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

Type of members	Login Method
<p>Individual members holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' 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 "Access to e-voting" under e-Voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. After successfully registering on IDeAS, 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. 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 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. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center; margin-top: 20px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div> </div>

Type of members	Login Method
<p>Individual members holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the evoting is in progress and also able to directly access the system of all e-voting Service Providers.
<p>Individual members (holding securities in demat mode) login through their depository participants</p>	<p>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.</p>

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

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

B) Login Method for e-Voting and joining virtual meeting for members other than Individual members holding securities in demat mode and members 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*****.
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 members other than Individual members 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, please follow steps mentioned below in process for those members whose email address is not registered

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) “Physical User Reset Password?” (If you are holding shares in physical mode) option available on 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 mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General 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 members 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 member, 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 I 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, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card to Company or RTA at investor_contact@whirlpool.com or delhi@linkintime.co.in
- c) If you are an Individual members 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 members holding securities in demat mode.**
- d) 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.
- e) In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for members available at the download section of www.evoting.nsdl.com or call on Toll free no.: 022 - 4886 7000 / 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in.

The instructions for Members for e-voting on the day of the AGM are as under:

- a. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
- c. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

GENERAL INFORMATION

25. The Company has appointed M/s. Akash Gupta and Associates, Practicing Company Secretaries, (FCS: 12187) as a Scrutinizer to scrutinize the electronic voting process in a fair and transparent manner. The results of the e-voting shall be declared to the Stock Exchanges within the timeframe prescribed under the Act and Listing Regulations. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company at www.whirlpoolindia.com, website of NSE and BSE and NSDL.
26. 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 system will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password](#)" option available on www.evoting.nsdl.com to reset the password.
27. Members had approved the appointment of M/s. S R Batliboi & Co. LLP, Chartered Accountants, as the Statutory Auditors at the Sixty First AGM of the Company which is valid till Sixty Sixth AGM of the Company. In accordance with the Act, the appointment of Statutory Auditors is not required to be ratified at every AGM

PROCEDURE FOR INSPECTION OF DOCUMENTS

28. Documents referred to in this Notice and the Explanatory Statement shall be available at the Registered Office of the Company for inspection without any fee during normal business hours (9:00 A.M. to 5:00 P.M. IST) on all working days except Saturday, up to and including the date of the 62nd AGM of the Company.
29. 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.

PROCEDURE FOR UPDATION OF BANK DETAILS FOR DIRECT RECEIPT OF DIVIDEND IN THE BANK ACCOUNT

30. Members who have not updated their bank account details for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to follow the below mentioned procedure for updating of mandate for receipt of dividend directly in their bank account:

- **Shares held in physical form:** Members are requested to send a hard copy of the following details/documents to the Company's RTA at:

Link Intime India Private Limited,
Noble Heights, 1st 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

The documents to be sent should include the following:

- A. Form ISR-1 along with supporting documents.
The said form is available on the website of the Company at investor section of www.whirlpoolindia.com and on the website of the RTA at www.linkintime.co.in
- B. The following are the documents required for change in / updation of bank details:
 1. Form ISR-1, duly signed by the member(s);
 2. Copy of the bank statement with details of bank name, branch, account number and IFS Code duly attested by Bank Manager, or

Original cancelled cheque with the name of the first security holder duly printed on the cheque leaf; and

3. Self-attested copy of the PAN Card of all the holders; and
 4. Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the first holder as registered with the Company.
- **Shares held in dematerialized form:** Members may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs.

Further, please note that instructions, if any, already given by members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in dematerialized form.

31. Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/Banker's cheque/demand draft to such Members in due course.

INFORMATION RELATED TO DIVIDEND

32. The Register of Members and Share Transfer Books will remain closed from 19th August 2023 to 28th August 2023 (**both days inclusive**) ("Book Closure") for the purpose of AGM and to determine entitlement of dividend on equity shares for the financial year 2022-23.

The dividend will be paid to those members, whose name appears in the 'Register of Members/List of Beneficial Owners' of the Company as at the end of business hours on 18th August, 2023 after giving effect to valid transmission or transposition requests lodged with the Company. The dividend, as recommended by the Board of Directors and if declared at the AGM, will be paid after deduction of tax, if applicable, within the statutory timelines.

33. Members may note that the Income Tax Act, 1961 ("IT Act") as amended by the Finance Act, 2020 mandates that the dividend paid or distributed by the Company after 01st April, 2020 shall be taxable in the hands of the Members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend at rates prescribed in the IT Act. In order to enable the Company to determine the appropriate TDS Rates as applicable, Members are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their DPs or in case shares are held in physical mode, with the Company/RTA, by sending the documents through email by 14th August, 2023 at delhi@linkintime.co.in or shikha.karakoti@linkintime.co.in. The documents can also be uploaded on the given link <https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html>.
34. MCA had notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"). As per IEPF Rules, dividends which are not encashed / claimed by the Member for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate the companies to transfer the shares of members whose dividends remain unpaid/unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Hence, the Company urges all the members to encash / claim their respective dividend during the prescribed period. The Company has uploaded the details of the unclaimed dividends in respect of the Financial Year from 2016-17 as on 31st March, 2022 on the website of the Company www.whirlpoolindia.com, under 'Investor Section'. Members are requested to encash/ claim their respective dividends. The details of unpaid and unclaimed amounts lying with the Company as on 31st March, 2023 shall be updated in due course. Members are requested to contact Company/RTA for encashing the unclaimed dividends standing to the credit of their account.
35. Members may note that the Company shall transfer the unpaid/unclaimed dividend for the FY 2016-17 to IEPF and therefore Members, whose unclaimed dividends and/or shares get transferred to IEPF, may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file the IEPF-5 form for claiming the dividend and/or shares available on www.iepf.gov.in. For details, please refer to Corporate Governance Report which is a part of this report and FAQ of investor page on Company's website <https://on.tcs.com/IR-FAQ>.

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For details related to TDS on dividend, Members may refer to the “Communication to Members on TDS on Dividend Distribution” appended to this Notice.

EXPLANATORY STATEMENT IN RESPECT OF ITEMS OF SPECIAL BUSINESS:

The following Explanatory Statement, as required under Section 102 of the Companies Act, 2013 (“Act”), sets out all the material facts relating to the business proposed to be transacted under Resolution No. 4 of the accompanying Notice dated 17th May, 2023.

Resolution No. 4

The Board of Directors of the company, on the recommendation of Audit Committee, at its meeting held on 17th May, 2023 approved re-appointment of M/s R. J. Goel & Co, Cost Accountants (Firm Registration No. 000026) as Cost Auditor of the Company to audit the cost records maintained by the Company for its manufacturing units located at Faridabad, Ranjangaon and Puducherry, for the financial year ending 31st March, 2024 on a remuneration of INR 4.25 Lacs exclusive of applicable taxes and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit.

In terms of the provisions of section 148(3) of the Companies Act, 2013 read with Rules 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be approved by the members of the Company. Accordingly, consent of the members is sought for the remuneration payable to the Cost Auditors.

None of the Directors/Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Resolution No. 4 of the Notice. The Board recommends the resolution set out at Resolution no. 4 of the Notice for approval of members.

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

**Roopali Singh
Company Secretary**

**Place: Gurugram
Date : May 17, 2023**

ANNEXURE-A TO NOTICE

Profile of Mr. Anil Berera (pursuant to Regulation 36 of SEBI Listing Regulations)

Name of the Director	Mr. Anil Berera
Director Identification Number	00306485
Date of Birth/Age	29.12.1959/ 63 years
Nationality	Indian
Qualification(s)	He holds a Bachelor degree in commerce and is a Chartered Accountant
Date of First Appointment on Board	03.11.2011
Shareholding in Whirlpool of India Ltd.	Nil
Brief Profile of the Director(s)	Mr. Anil Berera has more than 40 years of working experience in finance, accounts, treasury, taxation and general management. He has extensive experience in the development and implementation of strategic business plans. Mr. Berera was appointed as Executive Director and then became Non-Executive Director on the Board of the Company with effect from 01st January, 2020. He has held several key positions of increasing responsibilities in finance in various other organizations like PriceWaterHouseCoopers, Gillette and Becton Dickinson.
Expertise in specific functional areas	Finance, accounts, treasury, taxation and general management
List of Directorships held in other companies (excluding foreign, private and Section 8 Companies)	NIL
Memberships/Chairmanships of Committees of the Board	Member of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee at Whirlpool of India Limited
Details of Board/Committee Meetings attended by the director(s) during the year	Please refer Corporate Governance Report which is Annexure A to Director's Report
Names of listed entities from which the person has resigned in the past three years	None
Inter-se relationship between the Board members	None

Notes:

The Directorship, Committee Memberships and Chairmanships do not include positions in foreign companies, unlisted companies and private companies, position as an advisory board member and position in companies under Section 8 of the Companies Act, 2013.

COMMUNICATION TO MEMBERS ON TAX DEDUCTED AT SOURCE (TDS) FOR DIVIDEND DISTRIBUTION

The Members are informed that in accordance with the provisions of the Income Tax Act, 1961 ("IT Act"), as amended from time to time, read with the provisions of the Finance Act, 2020, with effect from April 1, 2020, dividend declared and paid by the Company is taxable in the hands of its Members and the Company is required to deduct tax at source ("TDS") from dividend paid to the Members at the applicable rates. However, no TDS shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them for the FY 2023-24 does not exceed INR 5,000/-, subject to availability of a valid PAN.

Members are requested to take note of the below TDS provisions and information/documents required to be submitted by them for claiming TDS exemption.

PART A: For all members, the below details should be completed and/or updated, as applicable:

- **If shares are held in demat mode:** in the respective demat accounts maintained with the Depository Participant(s) (DPs)
- **If shares are held in physical mode:** with the Company/RTA

Please note that the details as available on 21st August, 2023 ("cut-off date") in the Register of Members/Register of Beneficial Ownership will be relied upon by the Company, for the purpose of complying with the applicable provisions of IT Act:

- Valid Permanent Account Number (PAN).
- Residential status as per the Act i.e. Resident or Non-Resident for FY 2023-24
- Category of the Member:
 - i. Mutual Fund
 - ii. Insurance Company
 - iii. Alternate Investment Fund (AIF) Category I and II
 - iv. AIF Category III
 - v. Government (Central/State Government)
 - vi. Foreign Portfolio Investor (FPI) /Foreign Institutional Investor (FII): Foreign Company
 - vii. FPI/FII: Others (being Individual, Firm, Trust, AJP, etc.)
 - viii. Individual
 - ix. Hindu Undivided Family (HUF)
 - x. Firm
 - xi. Limited Liability Partnership (LLP)
 - xii. Association of Persons (AOP), Body of individuals (BOI) or Artificial Juridical Person (AJP)
 - xiii. Trust
 - xiv. Domestic company
 - xv. Foreign company.
- Email Address.
- Address.

PART B: Applicability of TDS rates and documents required for relevant category of members:

I. RESIDENT MEMBERS:

Category of member	TDS rate	Exemption applicability/ Documentation requirement
Any resident member with PAN No.	10%	If PAN is registered with the Company or valid PAN. (subject to compliance under section 206AB of the Income Tax Act, 1961) No deduction of taxes in the following cases. <ol style="list-style-type: none"> 1. If dividend income to a resident Individual member during FY 2023-24 does not exceed INR 5,000/- from the Company, subject to availability of a valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961); 2. If the member is exempted from TDS provisions through any circular or notification and provides an attested copy of the PAN along with the documentary evidence in relation to the same. 3. Any resident member who is not able to produce a valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961), applicable TDS shall be deducted.
Resident individuals submitting Form 15G/ 15H	NIL	Members providing Form 15G (applicable to individuals below 60 years) / Form 15H (applicable to an individual above the age of 60 years) - on fulfilment of prescribed conditions along with self-attested copy of PAN card.
Insurance Companies: Public & Other Insurance Companies	NIL	A declaration that it has a full beneficial interest with respect to the shares owned by it along with valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961) and a self-attested copy of a valid IRDAI registration certificate also needs to be submitted.
Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income:	NIL	Self-declaration specifying the specific Central Act under which such corporation is established and that its income is exempt under the provisions of IT Act along with a self-attested copy of the valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961) card and registration certificate
Mutual Funds	NIL	Self-declaration that not covered under Section 10 (23D) of the IT Act along with a self-attested copy of valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961) card and copy of SEBI registration certificate
Alternate Investment Fund established or incorporated in India	NIL	Self-declaration that its income is exempt under Section 10 (23FBA) of the IT Act and governed by SEBI regulations as Category I or Category II AIF along with a self-attested copy of the valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961) card and SEBI registration certificate.
Other resident members without registration of PAN or having Invalid PAN	20%	Update the valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961) if not already done with depositaries (in case of shares held in Demat mode) and with the Company's RTA (in case of shares held in physical mode).

Please note the following:

- a) Every member whose dividend is above the threshold of Rs.5,000/- has to submit a **declaration** confirming filing of their ITR for the last (previous) year (FY 2022-23) immediately preceding the

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financial year (FY 2023-24) in which tax is required to be deducted along with submission of above mentioned documents for claiming TDS exemption.

- b) Recording of the valid Permanent Account Number (PAN) (subject to compliance under section 206AB of the Income Tax Act, 1961) for the registered Folio/DP Id-Client Id is mandatory. In absence of a valid PAN, the tax will be deducted at a higher rate of 20% as per Section 206AA of the Act.
- c) Members holding shares under multiple accounts under different status/category with single PAN, may note that, higher of the tax as applicable to the status in which shares held under a valid PAN (subject to compliance under section 206AB of the Income Tax Act, 1961) will be considered on their entire holding in different accounts.
- d) Members are requested to ensure Aadhar number is linked with PAN, as per the timelines prescribed. In case of failure of linking Aadhar with PAN within the prescribed timelines, PAN shall be considered inoperative / invalid (subject to compliance under section 206AB of the Income Tax Act, 1961) and, in such scenario too, tax shall be deducted at higher rate of 20%.

II. NON-RESIDENT MEMBERS:

Category of member	TDS rate	Exemption applicability/ Documentation requirement
Any Non-resident member, Foreign Institutional Investors, Foreign Portfolio Investors (FII, FPI)	20%/Tax Treaty rate whichever is lower (increased by surcharge and cess wherever applicable)	<p>Non-resident members may opt for tax rate under the Double Taxation Avoidance Agreement ("Tax Treaty"). The Tax Treaty rate shall be applied for TDS on submission of the following documents to the Company:</p> <ol style="list-style-type: none"> 1. Self-attested copy of Tax Residency Certificate (TRC) (of FY 2023-24 or calendar year 2023), valid as on the AGM date obtained from the tax authorities of the country of which the member is resident. 2. Self-declaration in Form 10F. 3. Self-declaration confirming not having a Permanent Establishment in India and eligibility to Tax Treaty benefit (of FY 2023-24 or calendar year 2023) <p>TDS shall be recovered at 20% (plus applicable surcharge and cess) if any of the above-mentioned documents are not provided. Further, please provide a copy of the PAN Card, if registered with the Indian tax authorities.</p> <p>The Company is not obligated to apply the Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of Tax Treaty rate shall depend upon the completeness of the tax documents submitted by the non-resident member and are in accordance with the provisions of the Income Tax Act, 1961.</p>
Submitting Order under section 197 of the Act	Rate provided in the Order	Lower/NIL withholding tax certificate obtained from Income Tax authorities.

<p>Non-resident member who is a tax resident of any country or territory notified as a notified jurisdictional area under Section 94A(1) of The IT Act or whose country of residence is not notified</p>	<p>30% or at the rate specified in the relevant provision of the Income Tax Act, 1961 or at the rates in force, whichever is higher, from the dividend payable to such member in accordance with Section 94A of the Income Tax Act, 1961</p>	
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Please note the following:

The members holding shares under multiple accounts under different status/category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

PART C: General information for members:

1. The members are requested to submit the required documents (duly completed, signed and scanned) at <https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> as per their relevant category at the earliest on or before 14th August 2023. To ensure that TDS determination is done appropriately, members should submit all required documents and declarations, as mentioned above, at the given link only and documents (if any) sent to any other email address will not be considered.
2. Please note that the documents sent by any body corporate (companies/firms/foreign institutional investors etc.) should be on their letterhead. Also, the documents submitted should be valid as on the cut off-date.
3. Members may note that in case the tax on the said dividend is deducted at a higher rate in the absence of receipt, or insufficiency of the aforementioned details / documents from you till close of business hours on 14th August 2023, an option will be available to members to file the Income Tax Return (ITR) and claim an appropriate refund, if eligible. Once deducted, no claim shall lie against the Company in relation to TDS.
4. The Company shall be sending the TDS certificate (subsequent to e-filing of TDS returns for the quarter ending 20th September, 2023 and once available on the TRACES portal) in respect of tax deducted to its members after payment of dividend. Alternatively, the members can also check Form 26AS from their e-filing accounts at <https://incometaxindiaefiling.gov.in>.
5. In the event of any income tax demand (including interest, penalty etc.) arising from a misrepresentation, inaccuracy or omission of information provided/to be provided by the member, such member(s) will be responsible to indemnify the Company and also, provide the Company with all information/documents and cooperation in any appellate proceedings.
6. Members are also informed that the Finance Act, 2021, has inter-alia inserted the provisions of Section 206AB of the IT Act with effect from July 1, 2021. Pursuant to the provisions of Section 206AB of the IT Act, the Company is required to deduct tax at higher of the following rates from amount paid/ credited to 'specified person':
 - i. At twice the rate specified in the relevant provision of the Act; or
 - ii. At twice the rates or rates in force; or
 - iii. At the rate of 5%

The 'specified person' defined in the said section means a person who has:

- a. **not filed return of income for the assessment year** relevant to the previous year (FY 2022-23) immediately preceding the financial year (FY-2023-24) in which tax is required to be deducted, for which the time limit for furnishing the return of income under sub-section (1) of Section 139 has expired; and

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- b. The aggregate of tax deducted at source and tax collected at source in his case is rupees fifty thousand (Rs. 50,000/-) or more in the said previous year.

However, the non-resident members who do not have the permanent establishment in India are excluded from the scope of a specified person.

Accordingly, for deduction of TDS at the rate of 10%, the members have to ensure that their Income Tax Returns (ITRs) for the previous year (FY 2022-23) have been filed. In this regard, the members are informed that in terms of Circular No. 10 of 2022 issued by Ministry of Finance, a functionality "**Compliance Check for section 206AB and 206CCA**" ("**functionality**") has been introduced for deductors to verify the status of ITRs from PAN of deductee. Therefore, the Company will be verifying the status of ITRs of its members through this functionality and will be deducting TDS accordingly.

7. Application of TDS rate is subject to necessary due diligence and verification by the Company of the member details as available in Register of Members/Register of Beneficial Ownership as on the cut-off date, documents, information available in public domain, etc. In case of ambiguous, incomplete or conflicting information, or the valid information/documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate.
8. Please note that the Company in its sole discretion reserves the right to call for any further information and/or to apply domestic law/DTAA for TDS.
9. Any queries in this regard should be addressed to our RTA at their email address: delhi@linkintime.co.in.

Disclaimer: This communication is not to be treated as advice from the Company or its affiliates or RTA i.e. Link Intime India Private Limited. Members should obtain tax advice related to their tax matters from a tax professional.