



WEST COAST PAPER MILLS LTD.,

Registered & Works Office : Post Box No. 5, Bangur Nagar, Dandeli-581 325
Dist Uttar Kannada (Karnataka) - India

CORPORATE IDENTITY NO : L02101KA1955PLC001936 website : www.westcoastpaper.com
Ph : (08284) 231391 - 395 (5 lines) Fax : 08284-231225 (Admn. Office) 230443 (Works Office)

GSTIN:29AAACT4178N1Z0



ZZQ:PBN:426:SHARE:07:
December 05, 2023

To:

BSE Limited
Corporate Services
Floor 25, P.J.Towers,
Dalal Street
MUMBAI – 400 001

To:

National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza
Bandra-Kurla Complex,
Bandra [East]
MUMBAI-400 051

Dear Sirs,

SCRIPT CODE : BSE- 500444 / NSE - WSTCSTPAPR

Sub: Notice of Postal Ballot.

In continuation with our letter No.ZZQ:PB:408:Share:08: dated 10.11.2023 regarding intimation of Cut-off date, we enclose herewith Notice of Postal Ballot dated 09.11.2023 for seeking shareholders approval through Postal Ballot by means of remote e-Voting for special resolutions i.e., 1) Appointment of Shri Prakash Kacholia (DIN:00002626) as an Independent Director of the Company 2) Continuation to hold the office of Director by Shri Shiv Ratan Goenka (DIN: 00225734), Non-Executive Independent Director of the Company 3) Re-appointment of Shri Shiv Ratan Goenka (DIN:00225734), as Non-Executive Independent Director of the Company, details mentioned in the enclosed notice.

The voting through remote e-Voting shall commence on Monday, December 11, 2023 (9.00 A.M.) and ends on Tuesday, the January 9, 2024 (5.00 P.M.).

Please take the above on record.

Thanking you,

Yours faithfully,

For WEST COAST PAPER MILLS LTD.

Brajmohan Prasad
Company Secretary
M. No : F7492



Corporate Office : 31, Chowringhee Road, Kolkata - 700 016
Phone : (033) 2265 6271-78 (8 lines), Fax : (033) 2226 5242, Email : wcpm.sale@westcoastpaper.com



WEST COAST PAPER MILLS LIMITED

Regd. Office: P B No 5, Bangur Nagar, Dandeli - 581 325, Uttara Kannada, Karnataka
CIN: L02101KA1955PLC001936, **GST No.** 29AAACT4179N1Z0, **Phone:** (08284) 231391-395 (5 Lines), **Fax :** (08284) 231225, **E-mail:** co.sec@westcoastpaper.com,
Website: www.westcoastpaper.com

NOTICE OF POSTAL BALLOT

(Notice pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)

e-Voting commence on	From 9.00 A.M., on Monday, 11th December, 2023
e-Voting ends on	Till 5.00 P.M., on Tuesday, 9th January, 2024

Notice is hereby given that, pursuant to Section 108 and Section 110 of the Companies Act, 2013 (“**Companies Act**”), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, General Circular nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020, 10/2021 dated 23 June 2021, 20/2021 dated 8 December 2021, 03/2022 dated 5 May 2022, 11/2022 dated 28 December 2022 and 09/2023 dated 25 May 2023 (“**MCA Circulars**”), in relation to the extension of framework provided in the MCA Circulars up to 30th September, 2024. Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”), Secretarial Standards on General Meeting (“**SS-2**”) issued by the Institute of Company Secretaries of India, including any statutory modifications, amendments, or re-enactments thereof for the time being in force and other applicable, act, rules, laws and regulations, it is proposed to transact the appended special businesses and seek approval of members of West Coast Paper Mills Limited (**The Company**) as Special Resolution through Postal Ballot only by means of remote e-voting (“**Postal Ballot**”). The Explanatory Statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, is attached herewith as **Annexure-I**, for your information.

The Board of Directors at its meeting held on 9th November, 2023, has appointed Shri Naman G Joshi (Membership No. F8389), Practicing Company Secretary, N.G.Joshi & Co., as the **Scrutinizer** for conducting the Postal Ballot process in a fair and transparent manner.

The Members may note that the MCA Circulars has allowed companies to take all decisions requiring members' approval, other than the items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act and the Rules made thereunder.

SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 on compliance with the provisions of the SEBI LODR Regulations by listed entities inter-alia relaxed the applicability of Regulation 44(4) of the SEBI LODR Regulations for general meetings (in electronic mode) held till 30th September,2024.

In accordance with the MCA Circulars and applicable provisions of SEBI LODR Regulations, this Postal Ballot Notice is being sent only through e-mail to Members who have registered e-mail ID with the Company / Depositories. The Members who have not registered their e-mail IDs with the Company/ Depositories, can access the Postal Ballot Notice on the website of the Company at www.westcoastpaper.com. Members who would like to obtain pdf copy on their e-mail IDs, may write an e-mail to co.sec@westcoastpaper.com. Pursuant to the MCA Circulars, the Company has not printed the Postal Ballot Notice and hence no hard copies of the Postal Ballot Notice will be sent. Voting through physical ballot papers will not be allowed. The communication of assent / dissent of the Members will only take place through the remote e-voting facility being offered by the Company instead of physical ballot forms.

The Company has entered into an agreement with Link Intime India Private Limited (“**LI IPL**”) for availing remote e-voting facility in compliance with the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

In compliance with the provisions of Sections 108 and 110 of the Companies Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI LODR Regulations read with SS-2, the Company is providing remote e-voting facility to all Members to enable them to cast their votes electronically (“**e-Voting**”). Members are requested to follow the procedure as stated in the notes and instructions for casting votes by e-Voting. The e-Voting period shall **commence from 9.00 A.M. onwards on Monday, the 11th December, 2023 till 5.00 P.M. on Tuesday, the 9th January, 2024**. The e-Voting module will be disabled / blocked after the business hours i.e. 5.00 P.M., on Tuesday, 9th January, 2024 for voting by the Members.

The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as **on Friday, the 24th November, 2023 i.e., “Cut-Off date”**, only those Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date will be entitled to cast their votes by e-Voting.

The Scrutinizer will submit his report to the Chairman or any one of the Directors of the Company, after completion of scrutiny of Postal Ballot (e-Voting) in a fair and transparent manner. The result of the Postal Ballot (e-Voting) will be **announced within 2 (two) working days** from the closure of e-Voting and will be displayed at the registered office of the Company as well as at the Notice Board of Corporate Office of the Company and communicated to BSE Limited and National Stock Exchange of India Limited where the equity shares of the Company are listed. The result of the Postal Ballot will also be displayed on the Company’s website i.e. www.westcoastpaper.com and on the website of LIPL i.e., www.linkintime.co.in.

SPECIAL BUSINESS:

1. **Appointment of Shri Prakash Kacholia (DIN:00002626) as an Independent Director of the Company**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“**Companies Act**”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 (“**SEBI LODR Regulations**”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, on the basis of approval and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors of the Company, **Shri Prakash Kacholia (DIN:00002626)** was appointed as an Additional Director in the capacity of an Independent Director w.e.f., 9th November, 2023, who meets the criteria for independence under Section 149 (6) of the Companies Act and Rules made there under and Regulation 16 (1) (b) of the SEBI LODR Regulations, in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, be and is hereby appointed as an Independent Director of the Company for 3 (three) consecutive years, with **effect from 9th November, 2023 to 8th November, 2026**, whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

2. **Continuation to hold the office of Director by Shri Shiv Ratan Goenka (DIN: 00225734), Non-Executive Independent Director of the Company.**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI LODR Regulations”**) and all applicable provisions of the Companies Act, 2013 (**“ Companies Act”**) and Rules made thereunder and on the basis of recommendation and approval of the Nomination and Remuneration Committee and that of the Board of Directors of the Company, in its meeting held on 9th November, 2023, Shri Shiv Ratan Goenka (DIN:00225734), who was appointed as Non-Executive Independent Director of the Company with effect from 29th January 2021, who will be 75 (Seventy Five) years on 24th January,2024, consent of the Members be and is hereby accorded for continuation of directorship of Shri Shiv Ratan Goenka for remaining period of his first term i.e. up 28th January 2024 on the same terms and conditions as already approved by the Members.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

3. **Re-appointment of Shri Shiv Ratan Goenka (DIN:00225734), as Non-Executive Independent Director of the Company.**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (**“Companies Act”**) and the

Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI LODR Regulations**) (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and on the basis of approval and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors of the Company, **Shri Shiv Ratan Goenka (DIN:00225734)** was appointed as Independent Director w.e.f., 29th January, 2021 to 28th January 2024 for first term, who meets the criteria for independence under Section 149 (6) of the Companies Act along with the Rules framed thereunder and Regulation 16 (1) (b) of the SEBI LODR Regulations and who has submitted the declaration to the effect and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, be and is hereby re-appointed as an Independent Director of the Company for 3 (three) consecutive years for second terms, with effect from 29th January, 2024 to 28th January, 2027 and whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT pursuant to the Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI LODR Regulations”**) and all applicable provisions of the Companies Act, 2013 (**“the Act”**) and Rules made there under and recommendation and approval of the Nomination and Remuneration Committee and that of the Board of Directors of the Company, in its meeting held on 9th November, 2023, Shri Shiv Ratan Goenka (DIN:00225734), who will be above the age of 75 (Seventy Five) years, be and is hereby approved to continue to hold the office of Director with effect from 29th January, 2024 to 28th January, 2027.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

Place : Dandeli
Date : 9th November 2023

By Order of the Board
For **West Coast Paper Mills Limited**
Brajmohan Prasad
Company Secretary
M.No.F7492

Notes :

1. An Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 (“**Companies Act**”) read with the Companies (Management and Administration) Rules, 2014, setting out the material facts and reasons for the resolutions in respect of the businesses set out above is annexed hereto (**Annexure-I**).
2. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Companies Act read with the Management and Administration Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”), the Company is pleased to offer remote e-Voting facility to all the Members of the Company (“**e-Voting**”). For this purpose, the Company has entered into an agreement with Link Intime India Private Limited (“**LI IPL**”) for facilitating e-Voting to enable the Members to cast their votes electronically.
3. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-Voting i.e. 9th January, 2024. Further, resolutions passed by the Members through e-Voting are deemed to have been passed effectively at a general meeting.
4. As required by Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI LODR Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in the English language) and one Kannada daily newspaper circulating in Uttara Kannada District, Karnataka (in vernacular language, i.e. Kannada).
5. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during office hours on all working days, except Saturdays and holidays, between 10:00 Hrs. and 12:00 Hrs. up to the date of the declaration of result of the Postal Ballot.
6. Instructions for shareholders to vote electronically is attached as **Annexure-II**.

ANNEXURE TO THE NOTICE

STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No.1

Section 149(4) of the Companies Act, 2013 (“**Companies Act**”) provides to appoint Independent Directors and maximum tenure as per Section 149(10) of the Act is up to 5 consecutive years, Shri Prakash Kacholia (DIN:00002626) is appointed as an Additional Director with effect from 9th November, 2023 under Section 161 of the Companies Act.

The Company has received *inter alia*, the following consent, declarations and confirmation from Shri Prakash Kacholia (DIN:00002626), with regard to his proposed appointment:

- (i) Consent to act as Director of the Company in terms of Section 152 of the Companies Act and declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act;
- (ii) Declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority;
- (iii) Declaration that he meets the criteria of independence as prescribed under the Companies Act and the SEBI LODR Regulations; and
- (iv) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;

It is proposed that, in view of vast professional experience, positive attributes and expertise of Shri Prakash Kacholia (DIN:00002626), the Board and its Nomination and Remuneration Committee have recommended his appointment as an Independent Director of the Company under Section 149 of the Companies Act and to hold office for 3 (three) consecutive years for first term, not be liable to retire by rotation with effect from 9th November, 2023.

The Board is of the view that the association of Shri Prakash Kacholia (DIN:00002626), with his skill, vast experience and knowledge would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director of the Company.

In the opinion of the Board, Shri Prakash Kacholia (DIN:00002626) fulfills the conditions specified in the Companies Act and Rules made thereunder and the proposed director is Independent of the Management of the Company.

The brief profile of Shri Prakash Kacholia (DIN:00002626), as required under Regulation 36(3) of SEBI LODR Regulations is provided as '**Exhibit A**' to this Notice.

Shri Prakash Kacholia (DIN:00002626) is interested in the resolution set out at Item No.1 of the Notice with regard his appointment, and his relatives may be deemed to be interested in the said resolution to the extent of their shareholdings, if any, in the Company.

Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or Relatives of Director and Key Managerial Personnel are in any way concerned or interested in the said resolution.

Letter of appointment of Shri Prakash Kacholia (DIN:00002626) setting out the terms and conditions is available for inspection by the members at the Registered Office of the Company.

The Board of Director recommended the resolution as set out at Item No. 1 of this Notice for the approval of the Members.

Item No.2 and 3

Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**") provides that the listed entities shall be required to pass a special resolution indicating the justification in the explanatory statement annexed to the notice, for appointing or continuing the directorship of any person as a non-executive director who has attained the age of 75 (Seventy-Five) years.

It is required under Section 149(4) of the Companies Act, 2013 ("**the Act**") to appoint Independent Directors and maximum tenure as per Section 149(10) of the Act is up to 5 consecutive years, but shall be eligible for re-appointment on passing of a special resolution by the Company for another term up to 5 consecutive years.

Shri Shiv Ratan Goenka (DIN:00225734), was appointed as an Independent Director of the Company, not liable to retire by rotation and continue to hold office for the period of 3 (three) consecutive years in the 66th Annual General Meeting held on 22nd September 2021 for first term.

His existing term/tenure will expire on 28th January 2024, as he will be 75 years on 24th January 2024, during his first term.

The Board of Directors at their meeting held on 9th November 2023, on the basis of report of performance evaluation and recommendation of Nomination and Remuneration Committee (“**NRC**”) have re-appointed Shri Shiv Ratan Goenka (DIN:00225734), as an Independent Director of the Company not liable to retire by rotation and to continue to hold office for further period of 3 (three) consecutive years w.e.f., 29th January, 2024 to 28th January 2027 for second term, subject to approval of members of the Company (“**Members**”) through Postal Ballot.

The Company has received *inter alia*, the following consent, declarations and confirmation from Shri Shiv Ratan Goenka (DIN:00225734), with regard to his proposed re-appointment:

- (i) Consent to act as Director of the Company in terms of Section 152 of the Companies Act and declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act;
- (ii) Declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority;
- (iii) Declaration that he meets the criteria of independence as prescribed under the Companies Act and the SEBI LODR Regulations; and
- (iv) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;

Accordingly, the Board is of the view that Shri Shiv Ratan Goenka possesses the requisite skills and capabilities, which would be of immense benefit to the Company and hence it is desirable to re-appoint him as an Independent Director and his re-appointment on the Board of the Company as an Independent Director even after attaining the age of 75 (Seventy-Five) years will be in the interest of the Company. In the opinion of the Board, Shri Shiv Ratan Goenka fulfils the conditions for independence specified in the Companies Act, the Rules made thereunder and the SEBI LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company. Further, the Board confirms that he is Independent of the Management.

The Board of Directors justify the continuation of holding of the office of Independent Non-executive Director of the Company for remaining period of first term i.e. up to 28th January 2024 and the re-appointment for further period of 3 (three) consecutive years w.e.f., 29th January, 2024 to 28th January 2027 of Shri Shiv Ratan Goenka (DIN:00225734) in view of his skill, vast experience and

knowledge, which would be of immense benefit to the Company and it is desirable to avail his services as Independent Director.

In the opinion of the Board of Directors of the Company, Shri Shiv Ratan Goenka (DIN:00225734) fulfills the conditions specified in the Companies Act and Rules made thereunder and the proposed director is Independent of the Management of the Company.

The brief profile of Shri Shiv Ratan Goenka (DIN:00225734) as required under Regulation 36(3) of SEBI LODR Regulations, is provided as **'Exhibit A'** to this Notice.

Shri Shiv Ratan Goenka (DIN:00225734) is interested in the resolutions set out at Item No.2 and 3 of the Notice with regard to his continuation/re-appointment, and relatives of the said Director may be deemed to be interested in the said resolution to the extent of their shareholdings, if any, in the Company.

Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or Relatives of Director and Key Managerial Personnel are in any way concerned or interested in the said resolutions.

Letter of appointment of Shri Shiv Ratan Goenka (DIN:00225734) setting out the terms and conditions is available for inspection by the Members at the Registered Office of the Company.

The Board of Directors recommended the resolutions as set out in Item No.2 and 3 of this Notice for your approval.

"Exhibit A"-Regulation 36 (3) of SEBI LODR Regulations

Sl.No.	Nature of Information	Item No. 1 of Notice	Item No.2 and 3 of Notice
1.	Name	Shri Prakash Kacholia	Shri Shiv Ratan Goenka
2.	DIN	00002626	00225734
3.	Age	58 years	74 years
4.	Nationality	Indian	Indian
5.	Director of Company since	9 th November 2023	29 th January, 2021

SI.No.	Nature of Information	Item No. 1 of Notice	Item No.2 and 3 of Notice
6.	Remuneration last drawn, (including sitting fees, if any) / Remuneration proposed to be paid	NIL	Rs.5.00 Lakh sitting fees during FY 2022-23 for attending Board and Committee Meetings of the Company
7.	Expertise in specific functional areas	As mentioned above at Item No 1 in the statement pursuant to the provisions of Sections 102 and 110 of the Companies Act	As mentioned above at Item No 2 and 3 in the statement pursuant to the provisions of Sections 102 and 110 of the Companies Act
8.	Qualifications	Chartered Accountant	B.Com(Hons.)
9.	Terms and Conditions of appointment / re-appointment	Appointment as an Independent Director w.e.f 9 th November 2023, for a period of 3 (three) years. Other details are given in the resolution of this Notice and read with the Explanatory Statement	Continuation to hold office of director and re-appointment as an Independent Director w.e.f. 29 th January,2024 for period of 3(three) years. Other details are given in the resolution of this Notice and read with the Explanatory Statement
10.	Relationships between Directors inter-se	None	None
11.	Directorship in other Listed entities	Emkay Global Financial Services Limited	None
12.	Membership of Committee of the Board in other Listed entities	Emkay Global Financial Services Limited 1. Stakeholders Relationship Committee – Member 2. Audit Committee – Member	None

Sl.No.	Nature of Information	Item No. 1 of Notice	Item No.2 and 3 of Notice
		3. Corporate Social Responsibility Committee – Member 4. Management Committee - Member	
13.	No. of shares held in the Company	NIL	NIL
14.	Listed entities in which the director has resigned in the past three years	NIL	NIL
15.	Number of meetings of the Board attended during the Financial Year 2022-23	-	Five
16.	Brief resume/skills and capabilities required for role and manner	He is Chartered Accountant having vast knowledge and experience in the dynamic Capital Market. He is a member of the Advisory Committee of the NSE.	He is Industrialist having vast knowledge and good experience of management, administration. He is also a Director of Indian Chamber of Commerce, Calcutta

By Order of the Board
For **West Coast Paper Mills Limited**
Brajmohan Prasad
Company Secretary
M.No.F7492

Place : Dandeli
Date : 9th November, 2023

Remote e-Voting Instructions for shareholders

As per the SEBI circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various e-Voting service providers (ESP) portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL

- i) 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 name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
- ii) 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>
- iii) 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. **LINKINTIME** and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

- i) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The 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 My easi Tab and then use your existing my easi username & password.

- ii) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are 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.
- iii) If the user is not registered for Easi/Easiest, the 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.
- iv) Alternatively, the user can directly access the 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, the user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.

3. **Individual Shareholders (holding securities in demat mode) login through their depository participants:**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 the company name or e-Voting service provider name i.e. Link Intime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details:

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format).

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

Shareholders holding shares in **NSDL form, shall provide ‘D’ above*

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
2. E-voting page will appear.

3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorized representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same, also can send the same to Scrutinizer at email ID : csnaman@ngjoshiandco.com

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

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

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

InstaVote Support Desk

Link Intime India Private Limited