

BSL:SEC:20

Date: 25th February 2020

To,
BSE Ltd.,
25th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

To,
National Stock Exchange of India Ltd.
5th Floor, Exchange Plaza
Bandra (E), Mumbai-400 051

Scrip Code: 503722

Symbol: "BANSWRAS"

Dear Sir/ Madam,

Subject: Postal Ballot Notice- Disclosure under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed postal ballot Notice and Postal Ballot Form seeking 'Shareholders' approval for Revision in remuneration of Shri Rakesh Mehra (DIN: 00467321), Chairman and Whole Time Director of the Company.


The Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form is being sent to the Members whose names have appeared in the Register of Members or in the Register of Beneficial Owners as on Friday, February 21, 2020 (Cut-off date).

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing e-voting facility to all its Members, The e-voting facility will be available from Wednesday, 26th February 2020 at 9.00 A.M. and end on Thursday, 26th March, 2020 at 5.00 P.M.

This is for your information and records please.

Thanking You,

Yours Faithfully

For BANSWARA SYNTEX LIMITED

(H.P. KHARWAL)
COMPANY SECRETARY & COMPLIANCE OFFICER
Encl: As above.



BANSWARA SYNTEX LIMITED

CORPORATE OFFICE

5th Floor, Gopal Bhawan, 199, Princess Street, Mumbai - 400 092

Tel : +91 22 06336571-76 | Fax : +91 22 2206 4486

Email : info@banswarafabrics.com

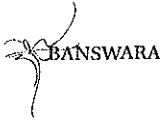
REGISTERED OFFICE & MILLS

Industrial Area, Dohad Road, Banswara - 327 001 (Rajasthan)

Tel : +91 2962 240690 - 93, 257679 - 01

Email : info@banswarafabrics.com

An IS/ISO 9001:2009 Company | CIN : L24302RJ1976PLC001604 | www.banswarasyntex.com



BANSWARA SYNTEX LIMITED

Registered Office: Industrial Area, Dahod Road, Post Box No. 21, Banswara – 327 001 (Rajasthan)

CIN:L24302RJ1976PLC001684

Tel.: +91 2962 257676 / 257679-681; Fax: +91 2962 240692

Website: www.banswarasyntex.com; E-mail: hpkharwal@banswarasyntex.com

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of The Companies (Management & Administration) Rules, 2014)

Dear Shareholder(s),

Notice is hereby given that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("The Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), the Company is seeking consent of the shareholders on special business set out herein below, proposed to be passed by way of postal ballot or electronic voting (e-voting).

RESOLUTION TO BE PASSED THROUGH POSTAL BALLOT

SPECIAL BUSINESS:

ITEM NO. 1: Revision in Remuneration of Shri Rakesh Mehra, Chairman and Whole-Time Director of the Company,

To consider and, if thought fit, to pass, the following Resolution as **Special Resolution** through Postal Ballot:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the rules framed there under and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and provisions of Articles of Association of the Company and all other applicable rules, laws and acts (if any) and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities while granting such approvals as may be applicable, the consent of the shareholders of the Company, be and is hereby accorded for revision in remuneration of Shri Rakesh Mehra (DIN-00467321), Chairman and Whole-Time Director of the Company to ₹ 12,85,000/- (Rupees Twelve Lakh and Eighty Five Thousand Only) (Basic Salary) per month w.e.f. 1st April, 2020 till the remaining period of his tenure i.e. up to 31st December, 2020, other terms and conditions remaining the same as set out in Special Resolution passed by the members of Company at their 41st Annual General Meeting held on 14th September, 2017.

RESOLVED FURTHER THAT the Board of Directors, Shri J.K. Jain, Chief Financial Officer and and Shri H.P. Kharwal, Company Secretary, of the Company be and are hereby severally authorised to do all such acts, deeds, matters, things etc. and take all such steps as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution"

PLACE : BANSWARA
DATE : 14.02.2020

BY THE ORDER OF THE BOARD OF DIRECTORS
For BANSWARA SYNTEX LIMITED

Registered Office
Industrial Area, Dahod Road,
Banswara-327001 (Rajasthan)

H.P. KHARWAL
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP No. 28614

NOTES:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect to the special business is annexed herewith and forms part of this notice.
2. Notice of Postal Ballot is being sent to all the Shareholders, whose names appear on the Register of Members/ List of Beneficial Owners as received from Registrar and Share Transfer Agent (RTA) i.e. Computech Sharecap Limited as on Friday, 21st February, 2020 (cut-off date).
3. Members who have registered their email IDs for receipt of documents in electronic form are being sent the Notice of Postal Ballot by e-mail to their email addresses registered with their Depository Participants / the Company's RTA. Members who receive the Notice of Postal Ballot by e-mail and who wish to vote through Physical Postal Ballot Form can download the same from the website of the Company (www.banswarasyntex.com). For members whose email IDs are not registered, physical copies of this Notice of Postal Ballot are being sent by permitted mode along with a postage-prepaid self-addressed Business Reply Envelope. To seek a duplicate Postal Ballot Form, a member may send email to hpkharwal@banswarasyntex.com. The RTA/company shall forward the same along with postage-prepaid self-addressed Business Reply envelope to the Member.

4. Members who has fully paid-up share and whose names appear on the Register of Members/ List of Beneficial Owners on cut-off date will be considered for the purpose of voting.
5. Resolutions passed by members through postal ballot are deemed to have been passed (if approved by requisite majority) as if they have been passed at a duly convened General Meeting of the members.
6. Members can opt for only one mode of voting i.e. either by physical postal ballot or e-voting. In case members cast their votes through both the modes, then voting done by e-voting shall prevail and votes cast through physical Postal ballot forms will be treated as invalid.
7. In compliance with the provisions of Section 108, 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has provided the facility to shareholders to exercise their votes electronically and to vote on all resolutions through the e-voting service facility arranged by CDSL. The instructions for electronic voting are annexed to this Postal Ballot Notice.
8. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board resolution/Authority letter together with attested specimen signature(s) of the duly authorized signatory/ies, giving requisite authority to the person voting on the postal ballot form, in case the voting is done in the physical form.
9. A member cannot exercise his vote by proxy on postal ballot.
10. Members wishing to exercise their vote by physical postal ballot are requested to carefully read the instructions printed on the Postal Ballot Form and return the Postal Ballot Form duly completed and signed, in the enclosed postage-prepaid self-addressed Business Reply envelope to the Scrutinizer, not later than the close of working hours on Thursday, 26th March, 2020 (05:00 P.M.), to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Shareholder. The Postal Ballot Form should be completed and signed by the shareholder. The Scrutinizer's decision on the validity of the Postal Ballot shall be final. The postage will be borne by the Company. However, envelopes containing postal ballots, if sent by courier or registered / speed post at the expense of the Shareholder, will also be accepted. Postal Ballot Forms received after 05:00 P.M. on Thursday, 26th March, 2020 shall be deemed invalid.
11. The Board of Directors of the Company has appointed CS Manoj Maheshwari (FCS 3355), Company Secretary in practice, Jaipur as Scrutinizer for conducting the Postal Ballot voting process in a fair and transparent manner.
12. The Scrutinizer will submit his report to authorized person after the completion of scrutiny of the voting done through the postal ballot forms received in physical and through e-voting process, and the consolidated results thereof will be announced on or before Saturday, 28th March, 2020 at the Registered Office of the Company situated at Industrial Area, Dahod Road, Banswara-327001 (Rajasthan) at 5:00 P.M. (appointed time) by authorized Director of the Company. The result will be communicated to the stock exchanges, depository and will be uploaded on the Company's website i.e. www.banswarasynyx.com.
13. The last date of receipt of the Postal Ballot Forms / e-voting i.e. Thursday, 26th March, 2020, shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority.
14. This Postal Ballot Notice is also placed on the website of the Company www.banswarasynyx.com and on the website of CDSL at www.evotingindia.com.
15. The voting through Postal Ballot/e-voting will commence on Wednesday 26th February, 2020 at 9:00 A.M. and end on Thursday, 26th March, 2020 at 05:00 P.M.
16. Any query/grievances in relation to the resolution proposed to be passed by Postal Ballot may be sent to Shri H.P. Kharwal Company Secretary & Compliance officer at the Registered Office of the Company situated at Industrial Area, Dahod Road, Post Box No. 21, Banswara-327001 (Rajasthan). E-mail ID: hpkharwal@banswarasynyx.com, Contact No. 02962-257676, 257679-681.
17. All relevant documents referred in the Postal Ballot Notice shall be open for inspection at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and National Holidays) during business hours up to the date of declaration of the result of Postal Ballot.
18. **E-voting Facility.**

The business may be transacted through e-voting Services provided by Central Depository Services (India) Limited (CDSL).

If you are holding shares in Demat form and had logged on to www.evotingindia.com and cast your vote earlier for EVSN of any Company, then your existing login id and password are to be used.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 9:00 A.M. on Wednesday 26th February, 2020 and ends at 5:00 P.M. on Thursday, 26th March, 2020. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 21st February, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

- (ii) Shareholders who have already voted through e-voting would not be entitled to vote through postal ballot.
- (iii) The share holders should logon to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" tab
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (viii) If you are a first time user, follow the steps given below

For Members holding shares in Demat Form and Physical Form	
PAN *	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/ Depository Participant are requested to use the code NPBSL along with the 5 digits of the sequence number mentioned on the attendance slip.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the Depository or Company, please enter the member ID / Folio No. in the Dividend Bank details field as mentioned in Instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for Banswara Syntex Ltd. on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the Image verification code and click on Forgot Password & enter the details as prompted by the system. In case of any other queries/grievances connected with voting by electronic means, you may also contact Shri Patrick A. Butelhof of Computech Sharecap Limited, on 022-22635000-01. E-mail ID: helpdesk@computechsharecap.in.
- (xix) Note for Non – Individual Shareholders and Custodians Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- The voting period begins at 9:00 A.M. on Wednesday 26th February, 2020 and ends at 5:00 P.M. on Thursday, 26th March, 2020. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday 21st February, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- Members have the option either to vote through the remote e-voting process or through the Postal Ballot Form. Members who have received the Postal Ballot Notice by email and who wish to vote through Postal Ballot Form can seek duplicate Postal Ballot Form from the Company, fill in the requisite details and send the same to the Company.

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

ITEM NO. 1:

Shri Rakesh Mehra, Whole Time Director of the Company was appointed and re-designated as chairman by the board at its meeting held on 30th May, 2019 for his remaining tenure i.e. upto 31st December, 2020 and the same was subsequently approved by the members at the 43rd AGM held on 27th September, 2019.

Further, in view of increased role and responsibility of Shri Rakesh Mehra Whole Time Director and Chairman of the company and the progress made by the company under his leadership and guidance and as per the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 14th February, 2020 approved the revision in the remuneration of Shri Rakesh Mehra for his remaining tenure i.e. upto 31st December, 2020 on terms and conditions enumerated of the resolution.

Further also, it is clarified that the other terms and conditions remaining the same as set out in Special Resolution passed by the members of Company at their 41st Annual General Meeting held on 14th September, 2017.

Accordingly, Pursuant to section 197 read with schedule V of the Companies Act, 2013, the consent of the members is sought for revision of the remuneration of Shri Rakesh Mehra as decided by the Board. It is submitted that based on the projections, the overall managerial remuneration may exceed the limit specified in section 197 of the companies act, 2013.

It is hereby confirmed that the company has not committed any default in respect of any of its debts or interest payable thereon for continues period of 30 days in the preceding financial year and in the current financial year.

The members are requested to consider the revision in remuneration of Shri Rakesh Mehra, Chairman of the company.

Pursuant to clause (iv) of section II of Schedule V of the Companies Act, 2013 the following statement is given

I. GENERAL INFORMATION

Sl. No.	Particulars/Subject	Information
1.	Nature of industry	Manufacturing of Textile Products
2.	Date or expected date of commencement of commercial production	05 th May, 1976
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
4.	Financial performance based on given indicators	In the Financial Year 2018-19, the Company made a turnover of ₹ 1351 Crores (Gross) and Profit after tax ₹ 24.14 Crores
5.	Foreign Investments or collaborators, if any.	No such investment or collaboration except minor shareholding of Non Resident Indians.

II. INFORMATION ABOUT THE APPOINTEE

Sl. No.	Particulars/Subject	Information
1.	Background Details	Shri Rakesh Mehra , Aged 62 Years, is a Chartered Accountant having more than 34 years of experience in the Textile Industry. He has been Chairman of The Synthetic & Rayon Textiles Export Promotion Council (SRTEPC) for two terms. Presently, he is Convener of the MMF Textiles Sub Committee of Confederation of Indian Textile Industry (CITI) and President of Indian Spinners' Association (ISA).
2.	Past remuneration	As per Special Resolution passed by the Shareholders at their meeting held on 14 th September, 2017.
3.	Recognition or awards	N.A.
4.	Job profile and his suitability	He is Chairman & Whole Time Director of the Company and looking after over all affairs of the Company.
5.	Remuneration proposed	The Board has proposed ₹ 12.85 Lakhs (basic Salary) per month and other terms and condition shall be same as approved by the members of the Company at their Annual General Meeting held on 14 th September, 2017.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration proposed is excess the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 which is comparable with the Companies of the same size and profitability.
7.	Pecuniary relationship directly or indirectly with the Company personnel, if any	Except, Shri Rakesh Mehra, Chairman and Whole Time Director, Shri Ravindra Kumar Toshniwal, Managing Director and Shri Shaleen Toshniwal Whole Time Director, no other director of the Company or relative is having any material pecuniary relationships with the Company. During the period ended on 31 st March, 2019.

III. OTHER INFORMATION:

Sl. No.	Particulars/Subject	Information
1.	Reason of loss or inadequate profits	In the Financial Year ended 31 st March, 2019, the Company made Profit after Tax of ₹ 24.14 Crores. The remuneration proposed is excess the maximum permissible remuneration as per Schedule V of the Companies Act, 2013.
2.	Steps taken or proposed to be taken for improvement	N.A.
3.	Expected increase in the productivity and profits in measurable terms	N.A.

Brief profile of Shri Rakesh Mehra, Chairman and Whole Time Director including the information required to be furnished under regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are given below:

Position/Post	Chairman
Name of the Director	Shri Rakesh Mehra
DIN	00467321
Date of Birth / Age	19.11.1957 62Year
Date of Appointment	23.04.1986
Qualification (s)	Fellow Member of The Institute of Chartered Accountants of India.

Position/Post	Chairman
Relationships between the Directors inter- se	1. Shri Ravindra Kumar Toshniwal - Brother –in- Law 2. Shri Shaleen Toshniwal – Brother-in – Law
Nature of expertise in specific functional areas	He is a Chartered Accountant having 34 years' experience in the Textile Industry, Ex-Chairman of The Synthetic & Rayon Textile Export Promotion Council (SRTEPC), and Looking after the commercial and financial activities besides export sales of yarn and Automotive Fabric Business.
Name(s) of the Companies in which directorship held as on date.	1. Moonfine Trading Co. Pvt. Ltd. 2. Excel Pack Pvt. Ltd. 3. TESCA Textile & Seat Components (India) Pvt. Ltd. (Formerly known as Treves Banswara Pvt. Ltd.) 4. Banswara Syntex Limited
Membership / Chairmanship of the Committees of Boards of other companies	NIL
No. of Shares held in the Company	6061 Shares
Remuneration Sought to be paid/last drawn	Terms and Conditions of appointment or re-appointment are as per the Remuneration and Nomination Policy of the Company as displayed on the Company's website i.e. www.banswarasyntex.com The Remuneration last drawn is ₹ 7.95 Lakh (Basic Salary) per month.
Terms & Conditions of re-appointment	Not Applicable
The number of meetings of the Board attained during the year (2019-20)	3 (Three)

In view of increased role and responsibility and contribution made by Shri Rakesh Mehra, the Board recommends the Special Resolution set out in the Item No. 1 for the approval of the shareholders of the Company.

Shri Rakesh Mehra, Shri Ravindra Kumar Toshniwal and Shri Shaleen Toshniwal (being related to Shri Rakesh Mehra) are interested in the resolution set out at Item No.1 of the Notice.

Save and except the above, none of the Directors or Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item No. 1 of the Notice

PLACE : BANSWARA
DATE : 14.02.2020

BY THE ORDER OF THE BOARD OF DIRECTORS
For BANSWARA SYNTEX LIMITED

Registered Office
Industrial Area, Dahod Road,
Banswara-327001 (Rajasthan)

H.P. KHARWAL
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP No. 28614



BANSWARA SYNTEX LIMITED

Registered Office: Industrial Area, Dahod Road, Post Box No. 21, Banswara – 327 001 (Rajasthan)

CIN:L24302RJ1976PLC001684

Tel.: +91 2962 240690 / 257679-681; Fax: +91 2962 240692

Website: www.banswarasyntex.com; E-mail: hpkharwal@banswarasyntex.com

POSTAL BALLOT FORM

(To be sent dully filled and signed to the Scrutinizer appointed by the company)

Serial No:

1.	Name(s) of Member(s)/Beneficial Owner: (including joint holders, if any, in block letters)	
2.	Registered address of the sole/first named Member/Beneficial Owner:	
3.	Registered Folio no./DP ID*/Client ID*: (*applicable to members holding shares in dematerialized form)	
4.	Number of shares held:	

I/We hereby exercise my/our vote in respect of the Resolution to be passed through postal ballot for the business stated in the Notice of Postal Ballot dated 14th February, 2020 issued by the Company by conveying my/our assent (FOR)/dissent (AGAINST) to the said Resolution by placing the tick mark (✓) in the appropriate column below:

Sr.no.	Particulars	No. of Share(s) held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Revision in Remuneration of Shri Rakesh Mehra (DIN No. 00467321), Chairman and Whole-Time Director of the Company			

Place:

Date:

Signature of the Member/ Beneficial Owner

NOTE:

- a) If the voting rights are exercised electronically, there is no need to use this form.

ELECTRONIC VOTING PARTICULARS

The e-voting facility is available at the <https://www.evotingindia.com>. The electronic voting particulars are set out below:

EVEN (E-voting Event Number)	User ID	Password

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Wednesday, 26 th February, 2020 at 09:00 A.M.	Thursday, 26 th March, 2020 at 05:00 P.M.

Notes:

Please read instructions printed below carefully before filing this form and for e-voting, please refer to the instructions for voting through electronic means

INSTRUCTIONS:

1. A member desiring to exercise vote by postal ballot should complete this postal ballot form with the assent (for) or dissent (against) and send it to the scrutinizer in the attached postage-prepaid self-addressed Business Reply envelope so as to reach the Scrutinizer, not later than the close of working hours on Thursday, 26th March, 2020 (05:00 P.M.), to be eligible for being considered. Any Postal Ballot Form received after the aforesaid time and date will be treated as if Postal Ballot Form, from such Members, has not been received.
2. Alternatively, a member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. This form should be completed and signed by the shareholder. In case of joint shareholding, this Form should be completed and signed (as per the specimen signature registered with the Company/Depository Participants) by the first named Member and in his absence, by the next named Member. Joint shareholders shall be counted as single shareholder when voting right is considered.
4. Unsigned/incomplete/defaced/mutilated Postal Ballot Form will be rejected.
5. Where the postal ballot form has been signed by an authorised representative of Body corporate, a certified copy of the relevant authorization to vote on the postal ballot should accompany the postal ballot form.
6. Shareholders need not to use all his votes nor he needs to cast all his votes in the same way.
7. Voting rights shall be reckoned on the paid up value of shares registered in the name of shareholder on the cut-off date.
8. The members are requested to exercise their voting rights by using the attached Postal Ballot form only. No other form or photocopy thereof is permitted.
9. Envelopes containing Postal Ballot form if deposited in person or sent by courier at the expense of the registered member will also be accepted.
10. Member is requested to fill the Postal Ballot Form with indelible ink pen (and avoid filling it by using erasable writing medium/s, e.g. pencil etc.).
11. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled-in-duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in instruction number 1 above.
12. Votes of the Members from whom no Postal Ballot Form is received or is received after the stipulated time, as mentioned in the instruction number 1 of this leaf, shall not be counted for the purpose of the passing the Resolutions.
13. Members are requested NOT to send any other paper along with the postal ballot form in the enclosed postage-prepaid self-addressed Business Reply envelope.