

**Kovilpatti Lakshmi Roller Flour Mills Limited**

(formerly KLRFL Limited)

Regd. Office & Flour Mill  
75/8, Benares cape Road  
Gangaikondan – 627 352  
Tirunelveli District  
Tamil Nadu

Phone : 91 – 462 – 2486532 (4 Lines)  
Mobile: 91 – 94433 – 75445  
Fax : 91 – 462 – 2486132  
E-Mail: [ho@klrf.in](mailto:ho@klrf.in)  
Web : [www.klrf.in](http://www.klrf.in)  
GSTN : 33AAACK6029N1ZF

CIN : L15314TN1961PLC004674

REF/BSE/2018-2019/

11<sup>th</sup> September, 2018

Listing Department  
BSE Limited  
25<sup>th</sup> Floor, PJ Towers  
Dalal Street, Mumbai – 400001

Dear Sir,

Sub : Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref : Our Scrip code – BSE KLRFL (507598)

In accordance with provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are attaching herewith the Postal Ballot Notice dated 30<sup>th</sup> August, 2018 and Postal Ballot Form which is to be sent today to the Shareholders of the company for obtaining the approval of the members for the following subject

- a. Appointment of Sri.Ashwin Chandran (DIN 00001884) as an Independent Director of the Company for a period of five years effective from 1<sup>st</sup> September, 2018

The Company is also providing e-voting to enable the shareholders to vote on the resolution proposed in the aforesaid notice. The Company has availed the services of Link Intime India Pvt. Ltd ("LIPL") for providing e-voting facility.

Further the Company has fixed 7<sup>th</sup> September, 2018 as the cut-off date to determine the shareholders eligible to cast their vote on the resolutions mentioned in the Notice. The voting period for both e-voting and postal ballot commences on Wednesday, 12<sup>th</sup> September, 2018 at 9.00 AM and ends on Thursday 11<sup>th</sup> October, 2018 at 5 PM.

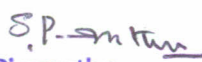
A copy of the Postal Ballot Notice has also been uploaded on the website of the Company [www.klrf.in](http://www.klrf.in)

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,

For Kovilpatti Lakshmi Roller Flour Mills Limited

  
S. Piramuthu  
Company Secretary





## KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED

(Formerly known as KLRF Limited)

CIN : L15314TN1961PLC004674

Regd. Off: 75/8, Benares Cape Road, Gangaikondan, Tirunelveli – 627352

Telephone : +91 462 2486532 Fax : +91 462 2486132

E-mail : ho@klrf.in Website : www.klrf.in

### POSTAL BALLOT NOTICE

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

Dear Shareholder(s),

**Notice** is hereby given pursuant to the provisions of Sections 108, 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 ("Rules") (including any statutory modification or re-enactment thereof for the time being in force) and other applicable provisions of the Act and Rules made thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the below mentioned resolution is proposed to be transacted/ passed by the Members through postal ballot/ e-voting process

1. Appointment of Sri.Ashwin Chandran (DIN: 00001884) as an Independent Director of the Company for a period of five years effective from 1<sup>st</sup> September, 2018

The Board of Directors of the Company, at their meeting held on 30<sup>th</sup> August, 2018, has approved the above subject to, inter alia, the approval of the shareholders of the Company.

The Statement setting out the material facts concerning the resolution set out in Item No. 1 of the Postal Ballot Notice dated 30<sup>th</sup> August, 2018 pursuant to Section 102 of the Companies Act, 2013 relating to the resolution is annexed. The Postal Ballot Notice is also placed on the website of the Company [www.klrf.in](http://www.klrf.in)

You are requested to send your assent or dissent for the Resolution set out in Item No.1 within 30 days in either of the following modes:-

(a) by filling in the necessary details in the Postal Ballot form enclosed, signing the same at the marked place and returning the same in the enclosed postage pre-paid business reply envelope; or

(b) by e-voting through the platform provided by M/s.Link Intime India Private Limited ("LIPL"), the e-voting agency appointed by the Company for the purpose.

The Board of Directors of the Company vide their resolution passed on 30<sup>th</sup> August, 2018 has appointed Mr.M.D.Selvaraj, FCS of M/s.MDS & Associates, Company Secretaries, Coimbatore as the Scrutinizer for conducting the voting through postal ballot process and through electronic means in a fair and transparent manner.

Members are requested to carefully read the instructions printed on the Postal Ballot Form and return the Form, duly completed in all respects in the enclosed self-addressed, postage pre-paid envelope, so as to reach the scrutinizer on or before the close of working hours at 5.00 P:M on Thursday, the 11<sup>th</sup> October, 2018. Your assent / dissent received after 5.00 PM on Thursday, the 11<sup>th</sup> October, 2018 would be strictly treated as if a reply from you has not been received. The postage on the enclosed self-addressed postage pre-paid envelope shall be borne and paid by the Company.

As required under the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is also providing e-voting facility as an alternative to exercising the voting right through postal ballot form. Accordingly, instead of returning the Postal Ballot Form, members may choose to cast their vote electronically through the LIPL e-voting platform. **The e-voting platform will**



**be opened for tendering your votes from 9:00 A:M on Wednesday, the 12<sup>th</sup> September, 2018 and shall close at 5:00 P:M on Thursday, the 11<sup>th</sup> October, 2018.** Members opting for e-voting may follow the procedure, as recommended by LIPL, which is specified along with this Notice.

The Scrutinizer shall submit his report to the Managing Director or any other Director of the Company. The result of the postal ballot shall be:

- ❖ Announced on or before the close of business hours on Saturday, the 13<sup>th</sup> October, 2018
- ❖ Displayed on the website of the Company and LIPL on Saturday, the 13<sup>th</sup> October, 2018 and
- ❖ Communicated to BSE Limited (BSE) the stock exchange where the equity shares of the company is listed.

In the event, the resolution as set out under Item No.1 below is assented by the requisite majority of the shareholders by means of Postal Ballot process, it shall be deemed to have been passed as an Ordinary Resolution, at the General Meeting of the Company and it shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting.

### **SPECIAL BUSINESS**

#### **Item No.1:**

**To appoint Sri.Ashwin Chandran (DIN: 00001884) as an Independent Director of the Company for a period of five years effective from 1<sup>st</sup> September, 2018 .**

**To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149,152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions 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), Sri.Ashwin Chandran (DIN: 00001884), who was appointed as an Additional director of the Company by the Board of directors at their meeting held on 30<sup>th</sup> August, 2018 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 1<sup>st</sup> September, 2018 to 31<sup>st</sup> August, 2023, not liable to retire by rotation.

**Statement setting out material facts concerning the Resolution mentioned under Item No. 1 as set out in the Postal Ballot Notice, pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as the Act) and Companies (Management and Administration) Rules, 2014 (the Rules).**

#### **Item No. 1**

The Board of directors of the Company at their meeting held on 30<sup>th</sup> August, 2018, based on the recommendation of the Nomination and remuneration committee, appointed Sri. Ashwin Chandran (DIN: 00001884) as additional director of the Company with effect from 1<sup>st</sup> September 2018 with an intention to appoint him as Independent Director of the Company for a term of five consecutive years subject to the approval of the Members of the Company in accordance with the provisions of Section 149 read with Schedule IV to the Companies Act, 2013.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Sri.Ashwin Chandran for the office of Director of the Company. He is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Company has received a declaration from him stating that he has not been debarred from holding the office of director pursuant to any SEBI Order and meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under the Securities and Exchange



Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Sri.Ashwin Chandran fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management and possesses appropriate skills, experience and knowledge.

He is an Industrialist and Chairman & Managing Director of M/s.Precot Meridian Limited. The Board is of the opinion that the Company would benefit immensely from his experience and expertise in various fields of Management.

Details of Sri.Ashwin Chandran are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Copy of draft letter of appointment of Sri.Ashwin Chandran setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 01 of the Notice for approval by the members.

Except Sri.Ashwin Chandran, being the appointee, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 01 of the Notice.

By Order of the Board

For **Kovilpatti Lakshmi Roller Flour Mills Limited**

Suresh Jagannathan  
Managing Director  
DIN:00011326

Place: Gangaikondan  
Date: 30<sup>th</sup> August, 2018

**Notes:**

- 1.The disclosure as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards on General Meetings (SS-2) issued by The Institute of Company Secretaries of India ("ICSI") in respect of the Director seeking appointment through Postal Ballot is annexed and forms part of this notice.
2. The Board of Directors of the Company has appointed Mr.M.D.Selvaraj, FCS of MDS & Associates, Company Secretaries, Coimbatore as the Scrutinizer for conducting the postal ballot in a fair and transparent manner.
3. The approval of the shareholders is being sought through the Postal Ballot, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for which a separate Ballot paper is circulated to the members along with this notice.
4. Voting period commences from 9:00 A:M on Wednesday, the 12<sup>th</sup> September, 2018 and ends at 5.00 PM on Thursday, the 11<sup>th</sup> October, 2018 for the members exercising their voting either by Postal Ballot or through E-voting within 30 days from date of dispatch of the notice.
5. The Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ("**NSDL**") / Central Depository Services (India) Limited ("**CDSL**") as on 7<sup>th</sup> September, 2018 (cut-off date).
6. The members whose names appear in the Register of Members/ Record of Depositories as on Friday the 7<sup>th</sup> September, 2018 will only be considered for voting. In case a person, who is not a shareholder of the



company as on the cut-off date receives this Notice, the same should be treated as being sent for informative purposes.

7. Members have the option either to vote through the 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 download Postal Ballot Form from the Company's website [www.klrf.in](http://www.klrf.in)
8. Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed with the Assent (For) Dissent (Against) in the attached Business Reply envelope so as to reach the Scrutinizer on or before 5:00 P:M on Thursday the 11<sup>th</sup> October, 2018 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the member. Hence the members are requested to send the duly completed Postal Ballot Form well before Thursday the 11<sup>th</sup> October, 2018, providing sufficient time for postal transit.
9. The result of the Postal Ballot shall be announced on or before 5:00 P:M on Saturday, 13<sup>th</sup> October, 2018 at the registered office of the Company and shall also be displayed on the Company's website [www.klrf.in](http://www.klrf.in), and on the website of LIPL and will also be communicated to BSE Limited (BSE), the stock exchange where the equity shares of the Company is listed.
10. The Postal Ballot Form and self-addressed, pre-paid postage envelopes are enclosed for use of the shareholders and it bears the address to which the duly completed Postal Ballot Forms are to be sent. The facility of voting by electronic means is being provided by M/s.Link Intime India Private Limited ('LIPL') for which the required procedure is incorporated in the Postal Ballot Notice.
11. The Postal Ballot Notice and Form have been placed on Company's website [www.klrf.in](http://www.klrf.in) and LIPL e-voting website <https://instavote.linkintime.co.in> and will remain on such website until the last date of receipt of the Postal Ballot from members.
12. The voting rights of members shall be in proportion to their share of the paid-up equity share capital of the Company as on 7<sup>th</sup> September, 2018.

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

##### **A. VOTING THROUGH POSTAL BALLOT FORM**

Instructions regarding voting through Postal Ballot Form have been given on the reverse side of the Postal Ballot Form

##### **B. REMOTE E-VOTING FACILITY**

Pursuant to Section 110 of the Companies Act, 2013 and applicable rules made thereunder, the Company is pleased to offer e-voting facility for the members to enable them to cast their votes electronically. For this purpose, the Company has signed an agreement with M/s.Link Intime India Private Limited ("LIPL") for facilitating e-voting. Members have option to vote either through e-voting or through the Postal Ballot Form. If a member has opted for e-voting, then he/she should not vote by Postal Ballot also and vice-versa. However, in case members cast their vote both via physical ballot and e-voting, then voting through e-voting shall prevail and voting done by physical ballot shall be treated as invalid.

##### **The instructions for members for voting electronically are as under:-**

- i. The voting period begins on Wednesday, the 12<sup>th</sup> September, 2018 at 9.00 A:M and ends on Thursday the 11<sup>th</sup> October, 2018 at 5.00 P:M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, the 7<sup>th</sup> September, 2018 may cast their vote electronically. The e-voting module shall be disabled by LIPL for voting thereafter.
- ii. The shareholders should log on to the e-voting website <https://instavote.linkintime.co.in>
- iii. Click on "Login" tab, available under 'Shareholders' section



iv. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".

v. Your User ID details are given below:

a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID

b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID

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

vi. Your Password details are given below

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under 'Shareholders' section register your details and set the password of your choice and confirm (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)

**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 sequence number which is printed on Postal Ballot Form indicated in the PAN field.

**DOB**

Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format

**Dividend Bank Details**

Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number. Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction. If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

**If Shareholders holding shares in Demat Form or Physical Form have forgotten password :**

Enter user ID select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/DOI, Dividend Bank Details etc. and confirm. (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).

NOTE : The password is to be used by demat shareholders for voting on the resolution placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

#### **Cast your vote electronically**

After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the company, you choose to vote.

On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

Cast your vote by selecting appropriate option i.e. Favour/Against as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.

If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.

After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, 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.

Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

#### **General Guidelines for shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <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 authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

- ❖ During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- ❖ Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- ❖ In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or Call us :- Tel : +91 22 4918 6000.

The Scrutinizer will submit his report after completion of scrutiny, on or before Saturday, the 13<sup>th</sup> October, 2018. The Managing Director or any director authorized by him will announce the results of the voting by Postal Ballot on or before 5.00 P:M on Saturday, the 13<sup>th</sup> October, 2018 at the Registered Office of the Company.



**The disclosure in accordance with Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by the ICSI is furnished below:**

Name	Sri.Ashwin Chandran
DIN	00001884
Date of Birth / Nationality	30 <sup>th</sup> May, 1976 Indian
Age	42 years
Educational Qualification	B. Sc., (Hons) MBA
Experience in Specific Functional Areas	20 years experience in the textile industry
Area of Expertise	Textile Industry
Date of first Appointment on the Board	30 <sup>th</sup> August 2018
Inter-se relationship with other Director / Manager and other KMP	Not related to any Directors/Manager and other KMP of the Company.
No. of Shares held in the Company	Nil
Board Position held	Additional Director
Terms and condition of appointment along with details of remuneration sought to be paid	Pursuant to the recommendation of the members of Nomination and Remuneration Committee and the Board of Directors in their respective meetings held on 30 <sup>th</sup> August, 2018, approval of the members of the Company is sought for appointment of Sri.Ashwin Chandran, as an Independent Director on the Board of the Company to hold office for a term of 5 (five) consecutive years effective from 1 <sup>st</sup> September, 2018. As per the provisions of Section 152 of the Act, he is not liable to retire by rotation.
Remuneration last drawn(if applicable)	Nil
Number of Board Meetings attended during the year	Not Applicable
Directorships held in other Companies	M/s Precot Meridian Limited M/s N D Welfare Foundation M/s The Cotton Textiles Export Promotion Council M/s Confederation of Indian Textile Industry M/s Textile Sector Skill Council
Memberships in the Committees of Board of other listed companies	Member in Stakeholders Relationship Committee, Finance Committee, Corporate Social Responsibility Committee, Risk Management Committee of M/s Precot Meridian Limited
Memberships and Chairmanship in the Committees of Board of the Company	NIL

Place: Gangaikondan  
Date: 30<sup>th</sup> August, 2018

**Enclosure:**

- 1.Postal Ballot Form
- 2.Postage prepaid envelope

By Order of the Board  
For **Kovilpatti Lakshmi Roller Flour Mills Limited**  
Suresh Jagannathan  
Managing Director  
DIN:00011326





## KOVILPATTI LAKSHMI ROLLER FLOUR MILLS LIMITED

(Formerly known as KLRF Limited)

CIN : L15314TN1961PLC004674

Regd. Off: 75/8, Benares Cape Road, Gangaikondan, Tirunelveli - 627352

Telephone : +91 462 2486532 Fax : +91 462 2486132

E-mail : ho@klrf.in Website : www.klrf.in

### **POSTAL BALLOT FORM**

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

(Please read the instructions printed overleaf carefully before completing this form)

1. Registered Folio No./ *DP ID No. & Client ID No. *(Applicable to investors holding shares in dematerialized form)
2. Name & address of the sole / first named shareholder (IN BLOCK LETTERS)
3. Name(s) of the joint shareholder(s), if any (IN BLOCK LETTERS)
4. Number of Equity Shares held

I/We hereby exercise my/our vote in respect of the Ordinary Resolution proposed to be passed through Postal Ballot for the business stated in the Notice dated 30<sup>th</sup> August, 2018 through postal ballot process by conveying my / our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below:

Sl. No.	Description	No. of Shares	I/We assent the resolution (FOR)	I/We dissent the resolution (AGAINST)
1.	To appoint Sri.Ashwin Chandran (DIN: 00001884) as an Independent Director for a period of five years effective from 1 <sup>st</sup> September, 2018. (Ordinary Resolution)			

#### **Electronic Voting Particulars**

The e-voting facility is available at the link [www.instavote.linkintime.co.in](http://www.instavote.linkintime.co.in). The electronic voting particulars are set out as follows:

EVENT No.	USER ID	* Default PAN / Sequence No
180164		

\*Please use default PAN for those who have not registered their PAN.

**Notes :** (i) The e-voting facility will be available from 12.09.2018 until 11.10.2018.

(i) If the voting rights are exercised electronically, there is no need to use this form

(ii) Last date for receipt of Postal Ballot Form by Scrutinizer is Thursday, 11<sup>th</sup> October, 2018 (5.00 PM).

Place :

Date :

Signature of the Shareholder  
(Refer instruction (d) overleaf) (PTO)



## INSTRUCTIONS

### For Voting through Physical Postal Ballot Form

- a) A member desiring to exercise his vote by postal ballot may complete the Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed postage pre-paid business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if sent by courier / speed post at the expenses of the registered member will also be accepted.
- b) Please convey your assent/ dissent in this Postal Ballot Form. The assent/ dissent received in any other form shall not be considered valid.
- c) The votes should be cast in assent of or dissent the resolution by putting the tick mark (✓) in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the column will render the form invalid.
- d) The Postal Ballot Form should be completed and signed by the member. In case of joint holding, the Postal Ballot Form should be completed and signed (as per specimen signature registered with the company) by the first named member and in his / her absence, by the next named member.
- e) The Postal Ballot Form shall not be exercised by a Proxy.
- f) In case of shares are held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authority of the Shareholder.
- g) Incomplete, unsigned or incorrectly ticked Postal Ballot Form will be rejected.
- h) In case the number of shares is not mentioned against the resolutions, it will be deemed that the member has exercised his votes for the entire shares held by him.
- l) In addition to the reasons as mentioned above for rejection, Postal Ballot Form/Votes will be considered invalid on the following grounds:
  - a. If a form other than the one issued by the company has been used.
  - b. If the Postal Ballot Form has not been signed by or on behalf of the member.
  - c. If the shareholders' signature does not match with the specimen signature registered with the Company.
  - d. If it is not possible to determine without any doubt the assent or dissent of the member.
  - e. If assent or dissent is not mentioned
  - f. If assent or dissent is given subject to some amendment to the resolution or condition.
  - g. If any competent authority has given direction in writing to the company to freeze the voting rights of a member
  - h. If the envelope containing the Postal Ballot Form is received after the last date and time prescribed.
  - i. If the postal Ballot form is signed by a representative of a member and is not accompanied by a certified copy of the specific authority.
  - j. If the Postal Ballot Form is filled in pencil or signed in pencil
  - k. If the Postal Ballot Form is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the shareholder or the number of votes or as to whether the votes are in assent or dissent or if the signature could not be checked or one or more of the grounds.
- l) In terms of the provisions of Rule 22 of the Companies (Management and Administration) Rules, 2014 Mr. M.D.Selvaraj, FCS of MDS & Associates, Company Secretaries, Coimbatore has been appointed as Scrutinizer for conducting the postal ballot. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (ie. 5.00 PM) on Thursday, 11<sup>th</sup> October 2018. All Postal Ballot Forms received after the last date will be strictly treated as if the reply from such a member has not been received.
- k) Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
- l) There shall be one Postal Ballot Form for every Folio/ Client ID, irrespective of the number of Joint holders. In case two forms are received for a Folio/ Client ID, then the Postal Ballot Form received first alone shall be considered.
- m) In case members cast their vote both via postal ballot and e-voting, then voting through e-voting shall prevail and voting done by postal ballot shall be treated as invalid.
- n) Members receiving the Postal Ballot notice by email may request for a duplicate Postal Ballot Form, if so required from M/s. Link Intime India Private Limited, "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028, E-mail ID: coimbatore@linkintime.co.in However, the duplicate Postal Ballot forms should reach the Scrutinizer not later than the date specified in (j) above.
- o) Members who have received Postal Ballot Form and are desirous of casting their votes by e-voting may follow e-voting procedure given in the Postal Ballot Notice.
- p) The Scrutinizer's decision on the validity of a Postal Ballot Form will be final.