

Sundaram Finance Limited

CIN: L65191TN1954PLC002429

Regd. Office: 21, Patillos Road, Chennai 600 002

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Email: investorservices@sundaramfinance.in

www.sundaramfinance.in

POSTAL BALLOT NOTICE

(PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013)

To
The Members

Notice is hereby given pursuant to section 110 of the Companies Act, 2013 read with Companies(Management and Administration) Rules, 2014, for obtaining the approval of the Members by way of passing the following Ordinary Resolutions through postal ballot:

- (a) Appointment of Sri Ganesh Lakshminarayan (holding DIN: 00012583) as Independent Director of the company to hold office for a term of five (5) consecutive years with effect from 12th August 2020 up to 11th August 2025;
- (b) Elevation of Sri Harsha Viji, Deputy Managing Director as Executive Vice Chairman, with effect from 1st April 2021;

- (c) Elevation of Sri Rajiv C Lochan, Director – Strategy, as Managing Director, with effect from 1st April 2021;
- (d) Elevation of Sri A N Raju, Director (Operations) as Deputy Managing Director, with effect from 1st April 2021.

The draft of Ordinary Resolutions together with the Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013, setting out the material facts and reasons thereto is enclosed.

By Order of the Board

Chennai 600 002
Date: 20.01.2021

P VISWANATHAN
Secretary & Compliance Officer

NOTE:

1. This Notice is being sent only in electronic form, in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular dated 31st December 2020, to all the shareholders whose names appear on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as at the close of business hours on Friday, the 29th January 2021 and who have registered their email id with the Company / Depositories.
2. The postal ballot facility through e-voting is being provided to the members in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facilities, enabling the members to cast their vote electronically in a secure manner.
4. The e-voting will be available at the link www.evotingindia.com. The detailed instructions on e-voting are enclosed. Grievances, if any, connected with e-voting may be addressed to Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi(022-23058542).
5. The e-voting will commence on **Wednesday, the 10th February 2021 (9.00 A.M.) and end on Thursday, the 11th March 2021 (5.00 P.M.)**.-
6. The Board of Directors has appointed Sri T K Bhaskar, Partner, HSB Partners, Advocates, Chennai, as the Scrutinizer, for conducting the postal ballot process in a fair and transparent manner.

7. The Scrutinizer will submit his report to the Chairman / Audit Committee Chairman / Managing Director of the Company after completion of the scrutiny and the results of the postal ballot will be announced by the Chairman / Audit Committee Chairman / Managing Director on **Friday, the 12th March 2021 at 5.00 P.M.**, at the Registered Office of the Company at 21, Patullos Road, Chennai 600 002.
8. The date of declaration of the postal ballot result will be taken to be the date of passing the Ordinary Resolution.
9. The results of the postal ballot will be posted on the Company's website – www.sundaramfinance.in. and the same will be communicated to National Stock Exchange of India www.nseindia.com where the shares of the company is listed.

DRAFT RESOLUTIONS

SPECIAL BUSINESS

- (1) To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

“**RESOLVED** that, pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the Companies Act, 2013 and pursuant to Reg. 16(1)(b) and 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri Ganesh Lakshminarayan (holding DIN:00012583), who was appointed as an Additional Director to function as Independent Director of the Company by the Board of Directors with effect from 12th August 2020 and who holds office until the date of Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, signifying the member's intention to propose Sri Ganesh Lakshminarayan as a director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five (5) consecutive years upto 11th August 2025, not liable to retire by rotation”

- (2) To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

“**RESOLVED** that in accordance with the provisions of Sections 196, 198 and 203 read with Schedule V to the Companies Act, 2013 and other applicable provisions, if any, of the Act and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby accords its approval and consent to the appointment of Sri Harsha Viji (holding DIN: 00602484), Deputy Managing Director as Executive Vice Chairman, for a period of five (5 years) with effect from 1st April 2021 and for the payment of remuneration to him for his services as Executive Vice Chairman, as set out hereunder:

BASIC SALARY	₹7,50,000 (Rupees Seven Lakhs Fifty Thousand) per month in the scale of ₹7,50,000/- to ₹15,00,000/-. Annual increase will be effective from 1st April every year and the quantum of increase will be decided by the Nomination, Compensation and Remuneration Committee (NCRC)/Board of Directors.
HOUSE RENT ALLOWANCE	60% of the Basic Salary, per month
COMPENSATORY ALLOWANCE	30% of the Basic Salary, per month
PERFORMANCE BONUS/ COMMISSION	Not exceeding 1% of the net profits of the Company, the quantum whereof will be determined by the Board of Directors/ NCRC based on parameters to be defined by the NCRC.
PERQUISITES	As detailed in the Annexure to the Explanatory Statement.
MINIMUM REMUNERATION	Where in any financial year, during the currency of his tenure, the Company has no profits or its profits are inadequate, it may pay him remuneration by way of salary, allowances, commission and perquisites not exceeding the limits specified in Part II of Section II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

(3) To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

“**RESOLVED** that in accordance with the provisions of Sections 196, 198 and 203 read with Schedule V to the Companies Act, 2013 and other applicable provisions, if any, of the Act and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby accords its approval and consent to the appointment of Sri Rajiv C Lochan (holding DIN: 05309534), Director – Strategy as Managing Director for a period of five (5 years) with effect from 1st April 2021 and for the payment of remuneration to him for his services as Managing Director, as set out hereunder:

BASIC SALARY	₹7,50,000 (Rupees Seven Lakhs Fifty Thousand) per month in the scale of ₹7,50,000/- to ₹5,00,000/-. Annual increase will be effective from 1st April every year and the quantum of increase will be decided by the Nomination, Compensation and Remuneration Committee (NCRC)/Board of Directors.
HOUSE RENT ALLOWANCE	60% of the Basic Salary, per month
COMPENSATORY ALLOWANCE	30% of the Basic Salary, per month
PERFORMANCE BONUS/ COMMISSION	Not exceeding 1% of the net profits of the Company the quantum whereof will be determined by the Board of Directors/ NCRC based on parameters to be defined by the NCRC.
PERQUISITES	
- ESOP OR ANY OTHER LONG TERM INCENTIVE	Perquisite value not exceeding ₹50,00,000/-
- OTHER PERQUISITES	As detailed in the Annexure to the Explanatory Statement.
MINIMUM REMUNERATION	Where in any financial year, during the currency of his tenure, the Company has no profits or its profits are inadequate, it may pay him remuneration by way of salary, allowances, commission and perquisites not exceeding the limits specified in Part II of Section II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

(4) To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

“**RESOLVED** that in accordance with the provisions of Sections 196, 198 and 203 read with Schedule V to the Companies Act, 2013 and other applicable provisions, if any, of the Act and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby accords its approval and consent to the appointment of Sri A N Raju (holding DIN:00036201), Director (Operations) as Deputy Managing Director for a period of five (5 years) with effect from 1st April 2021 and for the payment of remuneration to him for his services as Deputy Managing Director, as set out hereunder:

BASIC SALARY	₹6,25,000 (Rupees Six Lakhs and Twenty Five Thousand) per month in the scale of ₹6,25,000/- to ₹15,00,000/-. Annual increase will be effective from 1st April every year and the quantum of increase will be decided by the Nomination, Compensation and Remuneration Committee (NCRC)/Board of Directors.
HOUSE RENT ALLOWANCE	60% of the Basic Salary, per month
COMPENSATORY ALLOWANCE	30% of the Basic Salary, per month
PERFORMANCE BONUS/ COMMISSION	Not exceeding 1% of the net profits of the Company the quantum whereof will be determined by the Board of Directors/ NCRC based on parameters which will be defined by the NCRC.
PERQUISITES	
- ESOP OR ANY OTHER LONG TERM INCENTIVE	Perquisite value not exceeding ₹25,00,000/-
- OTHER PERQUISITES	As detailed in the Annexure to the Explanatory Statement.
MINIMUM REMUNERATION	Where in any financial year, during the currency of his tenure, the Company has no profits or its profits are inadequate, it may pay him remuneration by way of salary, allowances, commission and perquisites not exceeding the limits specified in Part II of Section II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

SPECIAL BUSINESS

ITEM 1

Sri Ganesh Lakshminarayan, aged 66 years, was co-opted as a Non-Executive Independent Director of your Company with effect from 12th August 2020. The details of his profile are furnished under Particulars of Directors annexed to the notice. Under Section 161 of the Companies Act, 2013, he holds office as Additional Director up to the date of the Annual General Meeting.

In terms of Section 149 and other applicable provisions of the Companies Act, 2013 and Reg. 16(b) and 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri Ganesh Lakshminarayan, being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director for a term of five (5) consecutive years as mentioned in the Resolution. Notice has been received from a member proposing Sri Ganesh Lakshminarayan as an Independent Director.

In the opinion of the Board, Sri Ganesh Lakshminarayan fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as Independent Director of the Company and is independent of the management.

Copy of the draft letter of appointment of Independent Director setting out the terms and conditions would be available for virtual inspection without any fee by the members on the website of the Company.

The Board considers that Sri Ganesh Lakshminarayan's continued association would be of immense benefit to the Company and it is desirable to continue to avail his services as Independent Director. Accordingly, the Board recommends the resolution in relation to the appointment of Independent Director, for the approval by the shareholders of the Company.

INTEREST OF DIRECTORS

Sri Ganesh Lakshminarayan, Director and his relatives are interested in the resolution.

ITEM 2

The term of office of Sri T T Srinivasaraghavan, Managing Director, is getting completed at the close of business hours on 31st March 2021, and

he has opted not to offer himself for further appointment/re-appointment in the capacity of an Executive Director.

At the Annual General Meeting held on 22nd July 2020, Sri Harsha Viji was re-appointed as Deputy Managing Director for a period of 5 years with effect from 24th September 2020. He is presently drawing a basic salary of ₹6,15,000/- per month, within the scale of remuneration approved by the shareholders.

Based on the recommendations of the Nomination, Compensation and Remuneration Committee, your Board of Directors at their meeting held on 20th January 2021, has approved the elevation of Sri Harsha Viji, Deputy Managing Director, as Executive Vice Chairman for a period of 5 years with effect from 1st April 2021 on a basic salary of ₹7,50,000 per month in the scale of ₹7,50,000/- to ₹15,00,000/- and other terms of remuneration as set out in the resolution. The perquisites payable to Sri Harsha Viji are detailed in the annexure to this statement.

The Board considers that Sri Harsha Viji's role as Executive Vice Chairman would be of immense benefit to the Company. Accordingly, the Board recommends the Ordinary Resolution in relation to the elevation of Sri Harsha Viji as Executive Vice Chairman, for the approval by the shareholders.

INTEREST OF DIRECTORS

Except Sri S Viji, Chairman and Sri Harsha Viji, Deputy Managing Director, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, in the resolution.

ITEM 3

At the Annual General Meeting held on 22nd July 2020, Sri Rajiv C Lochan was appointed as Director - Strategy for a period of 5 years with effect from 3rd June 2020. He is presently drawing a basic salary of ₹6,00,000/- per month, within the scale of remuneration approved by the shareholders.

Based on the recommendations of the Nomination, Compensation and Remuneration Committee, your Board of Directors at their meeting held on 20th January 2021, has approved the elevation of Sri Rajiv C Lochan, Director - Strategy, as Managing Director for a period of 5 years with effect from 1st April 2021 on a basic salary of ₹7,50,000 per month in the scale of ₹7,50,000/- to ₹15,00,000/- and other terms of remuneration as set out in the resolution. The perquisites payable to Sri Rajiv C Lochan are

detailed in the annexure to this statement. at the terms of remuneration as set out in the resolution.

The Board considers that Sri Rajiv C Lochan's role as Managing Director would be of immense benefit to the Company. Accordingly, the Board recommends the Ordinary Resolution in relation to the elevation of Sri Rajiv C Lochan as Managing Director, for the approval by the shareholders.

INTEREST OF DIRECTORS

Sri Rajiv C Lochan, Director-Strategy and his relatives are interested in the resolution.

ITEM 4

Sri A N Raju was re-appointed as Director (Operations) for a period of 5 years with effect from 1st April 2019 and the shareholders of the Company have approved his re-appointment through postal ballot on 21st March 2019. He is presently drawing a basic salary of ₹5,00,000/- per month, within the scale of remuneration approved by the shareholders

Based on the recommendations of the Nomination, Compensation and Remuneration Committee, your Board of Directors at their meeting held on 20th January 2021, has approved the elevation of Sri A N Raju, Director

(Operations), as Deputy Managing Director for a period of 5 years with effect from 1st April 2021 on a basic salary of ₹6,25,000 per month in the scale of ₹6,25,000/- to ₹15,00,000/- and other terms of remuneration as set out in the resolution. The perquisites payable to Sri A.N. Raju are detailed in the annexure to this statement. at the terms of remuneration as set out in the resolution.

The Board considers that Sri A N Raju's role as Deputy Managing Director would be of immense benefit to the Company. Accordingly, the Board recommends the Ordinary Resolution in relation to the elevation of Sri A N Raju as Deputy Managing Director, for the approval by the shareholders.

INTEREST OF DIRECTORS

Sri A N Raju, Director (Operations) and his relatives are interested in the resolution.

By Order of the Board

Chennai 600 002

Date: 20.01.2021

P VISWANATHAN

Secretary & Compliance Officer

ANNEXURE TO THE EXPLANATORY STATEMENT

DETAILS OF PERQUISITES

1. Housing:
 - i. the expenditure incurred by the Company on hiring unfurnished accommodation will be subject to a ceiling of 60% of the salary over and above 10% payable by the managerial person;
 - ii. wherever the Company does not provide accommodation, House Rent Allowance may be paid in accordance with (i) above;
 - iii. where accommodation in a Company-owned house is provided, the Company will charge 10% of his salary by way of rent.
 2. Medical reimbursement: Expenses incurred for self and family including premium payable for medical insurance subject to a maximum of one month's basic salary in accordance with the rules of the Company.

Explanation: "Family" means the spouse, dependent children and dependent parents of the appointee.
 3. Personal Accident Insurance as per the rules of the Company;
 4. Leave Travel Assistance for self and family once in a year in accordance with the rules of the Company;
 5. Payment of company's contributions to Provident Fund / Pension Fund / Superannuation Fund / Gratuity Fund and encashment of leave (at the end of the tenure) shall not be included in the computation of ceiling on remuneration / perquisites;
 6. Fees for clubs, subject to a maximum of two clubs, excluding entrance fees and life membership fees;
 7. Provision of chauffeur driven company car(s), or provision of Company cars with reimbursement of Chauffeur's salary, for Company business;
 8. Provision of Mobile, Telephone(s), Internet, Data Card and other communication facilities;
 9. Such other allowances, perquisites, benefits and amenities as may be provided by the company to other senior executives from time to time;
 10. Benefits under the loan and other schemes in accordance with the practices, rules and regulations in force in the Company from time to time, subject to the provisions of the Companies Act, 2013, including amendments if any;
 11. The expenditure incurred by the Company on gas, electricity and water will be evaluated as per Income-tax Rules, 1962;
 12. Perquisites in the form of furniture, furnishings and other utilities in accordance with the rules of the Company, the value of which will be evaluated as per Income-tax Rules, 1962.
- For the purpose of calculating the ceiling, perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rule, the same shall be evaluated at actual cost.
- The above said remuneration and perquisites shall be subject to the ceiling laid down in Section 197 and all other applicable provisions of the Companies Act, 2013 as may be amended from time to time.

PARTICULARS OF DIRECTORS

Particulars of the Director seeking appointment pursuant to regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements)

ITEMS 1-4:

Name of Director	Sri Ganesh Lakshminarayan	Sri Harsha Viji	Sri Rajiv C Lochan	Sri A N Raju
DIN	00012583	00602484	05309534	00036201
Date of Birth	March 18, 1954	August 28, 1975	July 23, 1971	May 15, 1959
Expertise in specific functional areas	Has over 44 years of Industrial experience in and overall management of the companies. He is the Chairman of the Rane Group, one of the acknowledged leaders in the auto component industry since 2006.	Has nearly 2 decades of experience in areas of specialization, particularly strategy formulation, joint venture negotiations and new business development	Has 2 decades of experience in the field of management especially in the areas of finance, social sector, and public health	3 decades of experience in the Automobile, Engineering and Financial and General Management.
Qualifications	ACA, MBA (Pennsylvania State University, USA)	B.Com., ACA, MBA (Ann Arbor, Michigan)	B.Tech. (IIT), MS (MIT), MBA (Columbia Business School)	B. Sc (Engg.), M.B.A.
List of other public companies in which directorship held as on 20th January 2021	Director: - Rane Holdings Limited - EIH Limited - Rane Brake Lining Limited - Rane (Madras) Limited - Rane Engine Valve Limited - EIH Associated Hotels Limited	Director: - Sundaram Finance Holdings Limited - Sundaram Asset Management Company Limited - Sundaram Home Finance Limited - Royal Sundaram General Insurance Co. Limited - Sundaram Alternate Assets Limited	NIL	Director: - Sundaram Fund Services Ltd.
Chairman/Member of the Committees of the Board of other public companies in which he is a Director as on 20th January 2021	Chairman: EIH Limited - Nomination and Remuneration Committee Member: Rane Holdings Limited - Audit Committee, - Stakeholders Relationship Committee - Corporate Social Responsibility committee Rane Engine Valve Limited - Stakeholders Relationship Committee - Corporate Social Responsibility	Chairman: Sundaram Alternate Assets Limited - Audit Committee Sundaram Home Finance Limited - Nomination and Remuneration Committee Member: Sundaram Finance Holdings Limited - Audit Committee - Nomination and Remuneration Committee - Corporate Social Responsibility Committee - Investment Committee	NIL	NIL

Name of Director	Sri Ganesh Lakshminarayan	Sri Harsha Viji	Sri Rajiv C Lochan	Sri A N Raju
	Rane Brake Lining Limited - Audit Committee, - Stakeholders Relationship committee - Nomination & Remuneration committee - Corporate Social Responsibility Rane (Madras) Limited - Nomination & Remuneration committee - Corporate Social Responsibility EIH Limited - Audit Committee - Risk Management committee EIH Associated Hotels Limited - Audit Committee	Sundaram Asset Management Company Limited - Audit Committee - Nomination and Remuneration Committee Sundaram Alternate Assets Limited - Nomination & Remuneration Committee Sundaram Home Finance Limited - Audit Committee - Risk Management Committee - Executive Committee - Credit Committee Royal Sundaram General Insurance Co. Ltd. - Audit Committee - Nomination and Remuneration Committee, - Risk Management Committee - Policyholders' Protection Committee - Investment Committee		
Shareholding as on 20th January 2021:				
a) Individually	-	16,91,704 shares	-	-
b) held as Karta of HUF	-	-	-	-
c) held jointly with others	2,500 shares	3,156 shares	-	35,028 shares
d) held as Executor / Trustee	-	-	-	-
Relationship with other Directors	-	Son of Sri S Viji, Chairman		

INSTRUCTIONS FOR E-VOTING

- (i) The voting period begins on **Wednesday, the 10th February 2021 at 9.00 A.M.** and ends on **Thursday, the 11th March 2021 at 5.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on Friday, the 29th January 2021 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 member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

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's records in order to login.
	<ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> i.e. <SUNDARAM FINANCE LIMITED> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.
- (xviii) **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 Corporates.
 - 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.
- (xix) In case you have any queries or issues regarding 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 or contact them at Mr. Nitin Kunder (022-23058738 or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi(022-23058542).
- 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.