

Himatsingka Seide Limited

10/24, Kumara Krupa Road, High Grounds, Bangalore - 560 001, India.

August 30, 2019

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Script Code: 514043

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
Symbol: HIMATSEIDE

Dear Sirs,

Sub: Notice of 34th Annual General Meeting of Himatsingka Seide Limited and Intimation of Remote e-voting facility.

Ref: Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015.

We wish to inform you that the 34th Annual General Meeting of the Company is scheduled on Tuesday, September 24, 2019 at 4:30 p.m. at The LaLit Ashok, Kumara Krupa Road, High Grounds, Bengaluru – 560001. Copy of notice convening the Annual General Meeting is attached herewith.

Further Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 the Company is providing its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice. The instructions for e-voting are also attached.

This is for your information & records.

Thanking you,

Yours faithfully,
For Himatsingka Seide Limited


Ashok Sharma
Company Secretary

NOTICE

NOTICE is hereby given pursuant to Section 96 and 101 of the Companies Act, 2013 (“the Act”) that the Thirty Fourth Annual General Meeting of the members of Himatsingka Seide Limited (“Company”) will be held as scheduled below:

Day : Tuesday
Date : September 24, 2019
Time : 4.30 pm
Place : The LaLiT Ashok, Bengaluru

To transact the following items of businesses:

AS ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Boards’ Report and Report of Auditors’ thereon.
- 2) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report of Auditors’ thereon.
- 3) To declare final dividend of ₹5/- per Equity Share (including ₹ 1.5/- per share one-time special dividend) for the Financial Year ended March 31, 2019.
- 4) To re-appoint Mr. D. K. Himatsingka (DIN: 00139516), who retires by rotation and being eligible, offers himself for re-appointment.

AS SPECIAL BUSINESS:

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

APPOINTMENT OF MR. PRADEEP BHARGAVA (DIN: 00525234) AS AN INDEPENDENT DIRECTOR

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV to the Companies Act, 2013 (“the Act”) and any other applicable provisions of the Act and the rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modifications or re-enactments thereof, for time being in force, Mr. Pradeep Bhargava, (DIN: 00525234), who was appointed as an Additional Director by the Board of Directors with effect from September 22, 2018 and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years on the Board of the Company upto September 21, 2023.”

- 6) To consider and if thought fit, to pass, with or without modification(s), the following resolution(s) **as a Special Resolution:**

APPROVAL OF REMUNERATION TO MR. D. K. HIMATSINGKA (DIN: 00139516) AS EXECUTIVE CHAIRMAN IN TERMS OF REGULATION 17(6)(E) OF SEBI AMENDED LISTING REGULATIONS FOR THE REMAINING TENURE OF HIS APPOINTMENT

“**RESOLVED THAT** pursuant to regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 along with the provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule-V of the Companies Act, 2013, and pursuant to the approval of the Nomination and Remuneration Committee and the Board at their respective meetings held on May 28, 2019, the consent of the members be and is hereby accorded for payment of remuneration to Mr. D.K. Himatsingka (DIN: 00139516), Executive Chairman on the terms and conditions as approved by members at the Thirty-Third Annual General Meeting held on September 22, 2018, notwithstanding that the annual remuneration payable to Mr. D. K. Himatsingka shall not exceed 5 per cent of the net profits of the Company and further that the aggregate annual remuneration to all Executive Directors shall not exceed 10 per cent of the net profits of the Company in any year during the remaining tenure of his appointment.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds etc. as may deem necessary to give effect to above resolution.”

7) To consider and if thought fit, to pass, with or without modification(s), the following resolution(s) **as a Special Resolution:**

APPROVAL OF REMUNERATION TO MR. SHRIKANT HIMATSINGKA (DIN: 00122103) AS MANAGING DIRECTOR & CEO IN TERMS OF REGULATION 17(6)(E) OF SEBI AMENDED LISTING REGULATIONS FOR THE REMAINING TENURE OF HIS APPOINTMENT

“**RESOLVED THAT** pursuant to regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 along with the provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule-V of the Companies Act, 2013, and pursuant to the approval of the Nomination and Remuneration Committee and the Board at their respective meetings held on May 28, 2019, the consent of the members be and is hereby accorded for payment of remuneration to Mr. Shrikant Himatsingka (DIN: 00122103), Managing Director & CEO on the terms and conditions as approved by members at the Thirty-Third Annual General Meeting held on September 22, 2018, notwithstanding that the annual remuneration payable to Mr. Shrikant Himatsingka shall not exceed 5 per cent of the net profits of the Company and further that the aggregate annual remuneration to all Executive Directors shall not exceed 10 per cent of the net profits of the Company in any year during the remaining tenure of his appointment.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds etc. as may deem necessary to give effect to above resolution.”

Registered Office
10/24, Kumara Krupa Road
High Grounds
Bengaluru-560 001

Place: Bengaluru
Date: August 9, 2019

By order of the Board
for **Himatsingka Seide Ltd.,**

Ashok Sharma
Company Secretary

Notes:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO AT THE END AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF PAID UP SHARE CAPITAL OF THE COMPANY.**
- 2) Statement setting out material facts pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act") in respect of Item Nos. 5 to 7 of the Notice is annexed hereto.
- 3) The Register of members and share transfer books of the Company shall remain closed from Tuesday, September 17, 2019 to Tuesday, September 24, 2019 (both days inclusive).
- 4) Members desiring any information as regards accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.
- 5) Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (Seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred, under Section 124 of the Companies Act, 2013, to the Investor Education and Protection Fund, established under Section 125 of the Companies Act, 2013. As per Section 124(6) of the Act read with the IEPF Rules as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to an IEPF Demat Account.

Pursuant to IEPF rules, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on the last AGM on the website of the Company (**www.himatsingka.com**) and also on the website of the Ministry of Corporate Affairs. Members may approach the IEPF authority to claim the unclaimed dividend transferred by the Company to IEPF. Members may approach the Company Secretary for claiming the unclaimed dividend which is yet to be transferred to IEPF by the Company. The status of the dividends remaining unclaimed /unpaid with the respective due dates of transfer to IEPF is provided in the Corporate Governance report of the annual report.
- 6) Members are requested to notify immediately any change of name, address, bank details, e-mail address, contact numbers etc., to the Company/ Registrars (for shares held in physical form) and Depository Participants (for shares held in dematerialized form).
- 7) SEBI has made it compulsory for shareholders of listed entities to transfer their securities mandatorily in dematerialized form with effect from April 1, 2019. The Company has sent requisite reminders to its shareholders to dematerialize their shares. Shareholders who are holding shares in physical form and who are desirous to transfer their holdings, are requested to dematerialize their shares.
- 8) The Notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
- 9) To support the green initiative, the Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register the same by sending a written request signed by the first / sole holder to the Registrar and Transfer Agents, Karvy Fintech Private Limited quoting details of Folio No. If any shareholder requires the Annual Report and other documents in physical form, they are requested to inform the Company's RTA by sending e-mail to the following e-mail address **einward.ris@karvy.com** or sending a letter to the RTA.
- 10) The relevant documents referred in the Notice will be open for inspection by the members at the Registered Office of the Company during working days (except Saturdays, Sundays & Public Holidays) between 09.30 a.m. to 5.00 p.m. upto Monday, September 23, 2019.
- 11) Additional information, pursuant to Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and Regulation-36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of Directors seeking appointment/re-appointment at the Annual General meeting is enclosed as an Annexure to the Notice

12) Voting through electronic means:

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to inform that all the resolutions as stated in the notice can be transacted by electronic voting system and the Company has provided members with the facility to exercise their right to vote by electronic means through e-voting services provided by M/s.Karvy Fintech Private Limited.

13) The instructions for e-voting are given in the enclosed e-voting instruction slip.

Registered Office
10/24, Kumara Krupa Road
High Grounds
Bengaluru-560 001

By order of the Board
for **Himatsingka Seide Ltd.**,

Place: Bengaluru
Date: August 9, 2019

Ashok Sharma
Company Secretary

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

Item No 5:

APPOINTMENT OF MR. PRADEEP BHARGAVA (DIN 00525234) AS AN INDEPENDENT DIRECTOR

The Board at its meeting held on September 22, 2018, on the recommendation of the Nomination and Remuneration Committee at their meeting held that day appointed Mr. Pradeep Bhargava (DIN: 00525234) as an Additional Independent Director of the Company with effect from September 22, 2018 pursuant to Section 161 of the Companies Act, 2013.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act 2013, from a member proposing the candidature of Mr. Pradeep Bhargava for the office of Independent Director, to be appointed as such under the provisions of Sections 149, 152 of the Companies Act, 2013.

The Company has received (i) consent in writing from Mr. Pradeep Bhargava, to act as Director in Form DIR-2 pursuant to Rule 8 of The Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of The Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub section (6) of Section 149 of the companies Act, 2013.

The resolution seeks the approval of Members for the appointment of Mr. Pradeep Bhargava, as an Independent Director of the company up to September 21, 2023 pursuant to Section 149, 152 and other applicable provisions of The Companies Act, 2013 and the Rules made thereunder. He shall not be liable to retire by rotation.

In the opinion of the Board of Directors, Mr. Pradeep Bhargava, Independent Director proposed to be appointed, fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder and he is independent of the Management. A copy of the draft letter for the appointment of Mr. Pradeep Kumar Bhargava as an Independent Director setting out the terms and conditions is available for inspection without any fee by the Members at the Company's Registered Office during normal business hours on working days up to date of Annual General Meeting.

No director, key managerial personnel or their relatives, except Mr. Pradeep Bhargava and his relatives, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in item no. 5 for the approval of the Members.

Item No. 6 & 7:

APPROVAL OF REMUNERATION TO MR. D. K. HIMATSINGKA (DIN: 00139516) AS EXECUTIVE CHAIRMAN AND MR. SHRIKANT HIMATSINGKA, MANAGING DIRECTOR AND CEO (DIN 00122103) IN TERMS OF REGULATION 17(6)(E) OF SEBI AMENDED LISTING REGULATIONS FOR THE REMAINING TENURE OF THEIR APPOINTMENT

In terms of Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 ("Amended Listing Regulations"), the fees or compensation payable to Executive Directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by Special Resolution in General Meeting, if:

- 1) the annual remuneration payable to such Executive Director exceeds rupees 5 crore or 2.5 per cent of the net profits of the Listed Entity, whichever is higher; or
- 2) where there is more than one such Director, the aggregate annual remuneration to such Directors exceeds 5 per cent of the net profits of the Listed Entity:

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such Director.

Mr. D.K. Himatsingka was re-appointed as Executive Chairman for a term of five years effective from April 1, 2019 and his remuneration was also approved by the members of the Company in their Annual General Meeting held on September 22, 2018.

Mr. Shrikant Himatsingka was re-appointed as Managing Director & CEO for a term of five years effective from June 3, 2018 and his remuneration was also approved by the members of the Company in their Annual General Meeting held on September 22, 2018.

Keeping in view the requirements of the Amended Listing regulations and in furtherance to the recommendation of Nomination and Remuneration Committee at its meeting held on May 28, 2019, the Board of Directors hereby seek members' approval by way of Special Resolution for payment to Mr. D.K. Himatsingka and Mr. Shrikant Himatsingka remuneration as per already approved terms and conditions, notwithstanding that the annual remuneration payable to each of them shall not exceed 5 percent of the net profits of the Company and further that the aggregate annual remuneration to all Executive Directors shall not exceed 10% of the net profits of the Company in any year during the remaining tenure of their appointment.

No Director, key managerial personnel or their relatives, except Mr. D.K. Himatsingka and Mr. Shrikant Himatsingka and their relatives, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in item no. 6 & 7 for the approval of the Members.

Registered Office
10/24, Kumara Krupa Road
High Grounds
Bengaluru-560 001

By order of the Board
for **Himatsingka Seide Ltd.**,

Place: Bengaluru
Date: August 9, 2019

Ashok Sharma
Company Secretary

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name	Mr. D.K. Himatsingka	Mr. Pradeep Bhargava
DIN	00139516	00525234
Age (Years)	70	69
Date of first appointment on the Board	23.01.1985	22.09.2018
Qualifications	B.A. (Economic Honours)	B.Sc. (Hons) – Rajasthan University BE (Electronics) – Indian Institute of Science, MBA – Indian Institute of Management, Ahmedabad
Shareholding in the Company as on date of Notice	1,19,68,000	Nil
Expertise in specific functional areas	Overall Management capabilities with more than 35 years of rich expertise.	Independent Director having overall management capabilities and has held responsible positions in both Public and Private sector. Overall expertise of more than 40 years.
Terms and conditions of appointment / continuation of Directorship	On the same terms and condition as approved by the shareholders at their meeting held on September 22, 2018.	Independent Director, not liable to retire by rotation
Inter-se Relationships between <ul style="list-style-type: none"> • Directors • Managers • KMP 	Father of Mr. Shrikant Himatsingka, Managing Director & CEO None None	None
Number of Meetings of the Board attended during the Financial Year	7/8	2/4
Other Companies in which he is a Director	1. Himatsingka Wovens Pvt. Ltd. 2. Bihar Mercantile Union Ltd. 3. Orient Silk Pvt. Ltd.	1. Automotive Stampings and Assemblies Ltd. 2. Persistent Systems Ltd. 3. Pragati Leadership Institute Pvt. Ltd. 4. MCCIA Electronic Cluster Foundation 5. Pune City Connect Development Foundation 6. Auto Cluster Development and Research Institute. 7. Mahratta Chamber of Commerce Industries & Agriculture
Chairperson/ Membership of the Statutory Committee(s) of Board of Directors of the other Company	None	1. Persistent Systems Ltd. - Audit Committee – Member - Nomination & Remuneration Committee – Chairman 2. Automotive Stampings and Assemblies Ltd. - Audit Committee – Chairman - Nomination & Remuneration Committee – Chairman

ROUTE MAP TO AGM VENUE



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Himatsingka Seide Limited

Registered Office:

10/24 Kumara Krupa Road, High Grounds, Bengaluru-560 001

CIN : L17112KA1985PLC006647

PROXY FORM

(Form No. MGT-11)

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s)

Registered Address:

E-mail id

Folio No. / Client id:

DP ID:

I/We, being the member(s) ofshares of the above named company, hereby appoint

Name: Email:

Address:.....

.....Signature.....

Or failing him/ her

Name: Email:

Address:.....

.....Signature.....

Or failing him/ her

Name: Email:

Address:.....

.....Signature.....

as my/our proxy to vote for me/us on my/our behalf at the THIRTY FOURTH ANNUAL GENERAL MEETING of the Company to be held on September 24, 2019 and at any adjournment thereof in respect of resolutions as are indicated below:



Item No.	Resolution	Type of resolution (Ordinary/Special)	I assent to the resolution Please tick (✓)	I dissent from the Resolution Please tick (✓)
Ordinary business				
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Boards' Report and Report of Auditors' thereon	Ordinary		
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report of Auditors' thereon	Ordinary		
3.	To declare final dividend of ₹ 5 per equity share (including ₹1.5 per share as One Time Special Dividend) for the financial year ended March 31, 2019	Ordinary		
4.	To re-appoint Mr. D.K. Himatsingka (DIN: 00139516), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary		
Special business				
5.	Appointment of Mr. Pradeep Bhargava (DIN: 00525234) as an Independent Director	Ordinary		
6.	Approval of Remuneration to Mr. D.K. Himatsingka (DIN: 00139516) as Executive Chairman in terms of regulation 17(6)(e) of SEBI amended listing regulations for the remaining tenure of his appointment	Special		
7.	Approval of Remuneration to Mr. Shrikant Himatsingka (DIN: 00122103) as Managing Director & CEO in terms of regulation 17(6)(e) of SEBI amended listing regulations for the remaining tenure of his appointment	Special		

Signed this day of 2019

Signature

Re.1/- Revenue Stamp

Note: This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

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Himatsingka Seide Limited

Registered Office:

10/24 Kumara Krupa Road, High Grounds, Bengaluru-560 001
CIN : L17112KA1985PLC006647

ATTENDANCE SLIP

AGM – September 24, 2019

Registered Folio No. No. of shares

Or

DP ID No.

Client ID No.

I certify that I am a Registered Shareholder / Proxy for the Registered Shareholder of the Company.

I hereby record my presence at the **THIRTY FOURTH ANNUAL GENERAL MEETING** of the Company at **The LaLiT Ashok, Bengaluru.**

Member's / Proxy's name in BLOCK Letters:

Member's / Proxy's Signature:

Note: Please fill in this Attendance Slip and hand it over at the Entrance of the Meeting Hall.

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INSTRUCTIONS FOR E-VOTING

- A) For Members who receive notice of annual general meeting through email:
- i) Launch internet browser by typing the URL: <http://evoting.karvy.com>.
 - ii) Enter the login credentials (i.e. User ID and password mentioned overleaf). Event No. followed by Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - iii) After entering these details appropriately, click on "LOGIN".
 - iv) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v) You need to login again with the new credentials.
 - vi) On successful login, the system will prompt you to select the "EVENT" i.e., Himatsingka Seide Limited.
 - vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR / AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together not exceeding your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - viii) Shareholders holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat accounts.
 - ix) Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - x) You may then cast your vote by selecting an appropriate option and click on "Submit".
 - xi) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xii) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI etc..) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutiniser at e mail prakash@pjkamath.in with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Himatsingka Seide Limited, 34th Annual General Meeting".
- B) For Members who receive the notice of annual general meeting in physical form :
- i) User ID and initial Password as provided above.
 - ii) Please follow all steps from Sl. No. (i) to Sl. No. (xii) above, to cast vote.

GENERAL INSTRUCTIONS:

- i) In case of any queries relating to e-voting please visit Help & FAQ section of <http://evoting.karvy.com> (Karvy Website).
- ii) You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
- iii) The e-voting period commences on September 21, 2019 (9.00 AM) and ends on September 23, 2019 (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 September 17, 2019, may cast their votes electronically in the manner and process set out herein above. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further the Members who have cast their vote electronically shall not vote by way of poll, if held at the meeting.
- iv) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date September 17, 2019.
- v) The Board of Directors has appointed Mr. Prakash Kamath, Practicing Company Secretary as the Scrutiniser to scrutinize the e-voting process in a fair and transparent manner.
- vi) The Scrutinizer shall, immediately after the conclusion of voting at the meeting, would first count the votes cast at the meeting, there after unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later than three (3) days from the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorised by the Chairman for counter signature.
- vii) The Results shall be declared on or after the AGM of the Company and the resolution will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolution(s).
- viii) The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.himatsingka.com and on the website of Karvy (<http://evoting.karvy.com>) immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to BSE Limited & National Stock Exchange of India Limited.