

Ref: MPL / Sect1 / BSE & NSE / E-2 & E-3 / 2022

28th November 2022

The Manager,
Listing Department,
BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Tower,
Dalal Street, Fort,
Mumbai - 400 001.
Stock Code: 500268

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (East)
Mumbai - 400 051
Stock Code: MANALIPETC

Dear Sir,

Sub: Notice of Postal Ballot - reg.

Please find attached a copy of the Postal Ballot Notice dated 23rd November 2022 seeking approval of the Members of the Company for the following proposals as Special Business:

1. Appointment of Mr. R Chandrasekar, (DIN: 06374821), as a Director of the Company.
2. Approval for appointment and remuneration of Mr. R Chandrasekar, (DIN 06374821), as a Wholetime Director of the Company and
3. Approval for Reappointment of Mr. Govindarajan Dattatreyan Sharma (DIN: 08060285), as an Independent Director of the Company for the second term.

The notice is being dispatched electronically today the 28th November 2022 to the Members who have registered their e-mail addresses with the Company/DP and whose names appear in the Register of Members/list of Beneficial Owners as received from National Securities Depository Limited and the Central Depository Services (India) Limited as on Friday, 25th November 2022.

The Notice of Postal Ballot is being made available on the website of the Company at www.manalipetro.com and on the website of Central Depository Services (India) Limited at www.evotingindia.com.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For Manali Petrochemicals Limited

R Swaminathan

Company Secretary

Encl.: as above



Factories :

Plant - 1 : Ponneri High Road, Manali, Chennai - 600 068

Plant - 2 : Sathangadu Village, Manali, Chennai - 600 068

Phone : 044 - 2594 1025 Fax : 044 - 2594 1199

E-mail: companysecretary@manalipetro.com





Manali Petrochemicals Limited

Registered Office: SPIC House, 88, Mount Road, Guindy, Chennai – 600 032

CIN: L24294TN1986PLC013087, Telefax: 22351098

Website: www.manalipetro.com, E-mail: companysecretary@manalipetro.com

NOTICE OF POSTAL BALLOT (Pursuant to Section 110 of the Companies Act, 2013)

Dear Member(s)

NOTICE is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (“the Act”), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) for obtaining the consent of the Members through Postal Ballot for the following proposals as Special Business:

Ordinary Resolution:

1. Appointment of Mr. R Chandrasekar (DIN: 06374821), as a Director of the Company under Section 160 of the Act.

Special Resolutions:

2. Approval for appointment and remuneration of Mr. R Chandrasekar (DIN: 06374821), as a Wholetime Director with effect from 3rd November 2022.
3. Approval for Reappointment of Mr. Govindarajan Dattatreyan Sharma (DIN: 08060285), as an Independent Director of the Company for the second term.

The Resolutions to be passed for the above proposals, together with the Explanatory Statement pursuant to Section 102(1) with information as required under Schedule V of the Act setting out the material facts and reasons thereto including the information specified under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”) and Secretarial Standard - 2 (SS-2) are appended.

By Order of the Board
For Manali Petrochemicals Limited

Place : Chennai

Date : 23.11.2022

R Swaminathan
Company Secretary

Important Notes:

1. In accordance with the relaxation granted by the Ministry of Corporate Affairs vide General Circulars No. 3/2022 dated 5th May 2022 and such other circulars/notifications as applicable, this Notice is being sent only in electronic form to all the Members 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 25th November 2022 and who have registered their email id with the Company / Depositories.
2. The Notice has also been placed on the Company’s website viz., www.manalipetro.com and CDSL for use by the Members.
3. 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 Act read with Rules 20 and 22 of the relevant Rules thereunder and Regulation 44 of the SEBI Listing Regulations, 2015, read with the relevant Circulars.
4. The Company has engaged the services of CDSL to provide e-Voting facilities, enabling the Members to cast their votes electronically in a secure manner.
5. Detailed guidance for participating in the Postal Ballot through e-Voting is appended to this Notice.

6. The e-Voting will commence on Tuesday, the 29th November 2022 at (9:00 AM) and end on Wednesday, the 28th December 2022 at (5:00 PM).
7. In terms of the resolution of the Board of Directors passed at their meeting held on 2nd November 2022, pursuant to Rule 22(5) of the Rules, M/s B Chandra & Associates, Practising Company Secretaries, Chennai, have been appointed as the Scrutinizers, for conducting the voting by Postal Ballot through electronic means in a fair and transparent manner.
8. After completion of the scrutiny of voting, the Scrutinizers will submit their report on the results to the Chairman of the Company or any person authorized by him. The results will be announced by the Chairman or any other Director of the Company, on or before Friday, the 30th December 2022 by placing it along with the Scrutinizer's Report on the Company's website www.manalipetro.com, the website of the Agency (CDSL) and communicated to the Stock Exchanges as required under the relevant law.
9. The last date of voting, i.e., Wednesday, the 28th December 2022 will be taken to be the date of passing of the resolutions in this Notice.
10. Members requiring any clarification may contact the Company Secretary & Compliance Officer at the registered office of the Company at the address given above or through e-mail viz., companysecretary@manalipetro.com.
11. Grievances, if any, connected with e-Voting may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on Toll Free No.: 1800 22 55 33.
12. Non-Individual Members shall make sure that the Power of Attorney or as the case may be certified copy of the Board Resolution to exercise the voting on behalf of the entity has been duly registered or provided to the Scrutinizers through e-mail to bchandraassociates@gmail.com.

RESOLUTIONS

1. **Appointment of Mr. R Chandrasekar, (DIN: 06374821), as a Director of the Company**

To consider and if thought fit, to give assent/dissent to the following as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions if any of the Companies Act, 2013 ("the Act") & the Rules made thereunder and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. R Chandrasekar (DIN: 06374821), who was appointed as an Additional Director of the Company under Section 161 of the Act with effect from 3rd November 2022 is appointed as a Director of the Company, liable to retire by rotation.

2. **Approval for appointment and remuneration of Mr. R Chandrasekar, (DIN 06374821), as a Wholetime Director of the Company**

To consider and if thought fit, to give assent/dissent to the following as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 of the Companies Act, 2013 ("the Act") read with Schedule V and other applicable provisions, if any, of the Act, the Rules made thereunder and Articles of Association of the Company and subject to such other approvals as may be required, consent of the Members is accorded for appointment of Mr. R Chandrasekar (DIN: 06374821) as a Wholetime Director of the Company on the following terms and conditions:

- A. Period of appointment: Three years (from 03-11-2022 to 02-11-2025).
- B. Nature of appointment: Contractual and subject to the service rules of the Company.
- C. Remuneration:

Mr. R Chandrasekar shall be eligible for the following remuneration:

- a) Total annual remuneration shall be Rs. 68.28 lakh including basic salary and all other allowances but excluding annual performance linked pay and contribution to Provident and other Funds, Gratuity, leave with salary and encashment thereof, and other benefits which shall be in accordance with the applicable law/service rules of the Company.

- b) In the event of loss or inadequacy of profits, the aforesaid remuneration other than the annual performance linked pay shall be the minimum remuneration payable to Mr. R Chandrasekar.
- c) The contribution to Provident and other Funds, Gratuity payable and encashment of leave at the end of the tenure shall not be included in the computation of ceiling for the aforesaid minimum remuneration.
- d) The quantum of the annual performance linked pay shall be Rs. 25 lakh or such other sum as may be decided by the Board of Directors of the Company for each year, subject to the condition that the total remuneration including the annual performance linked pay to Mr. R Chandrasekar for the year shall be within the limits prescribed under the Act.
- e) The following shall not be deemed to be remuneration to Mr. R Chandrasekar:
 - Provision of local travel facilities, telephone at residence & mobile phone and other communication facilities,
 - Reimbursement of entertainment expenses and travelling expenses actually incurred for the conduct of the business of the Company, subject to a reasonable ceiling as may be fixed by the Managing Director of the Company from time to time and
 - Other expenses incurred by him in relation to the discharge of his duties in relation to the business of the Company.

D. The term of office of Mr. R Chandrasekar as a Director of the Company shall be coterminous with his term as a Wholetime Director, unless otherwise decided by the Board of Directors of the Company.

3. **Approval for Reappointment of Mr. Govindarajan Dattatreyan Sharma (DIN: 08060285), as an Independent Director of the Company for the second term**

To consider and if thought fit, to give assent/dissent to the following as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ("the Act) and the relevant Rules thereunder, Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulation, 2015") and Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Govindarajan Dattatreyan Sharma (DIN: 08060285) who would be completing his first term of five years as an Independent Director of the Company on 04th February 2023 is reappointed as an Independent Director of the Company for second term of five years from 5th February 2023, not liable to retirement by rotation.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item 1 & 2

Board of Directors at their meeting held on 2nd November 2022 has appointed Mr. R Chandrasekar (DIN: 06374821), as Chief Financial Officer of the Company w.e.f. 3rd November 2022 and on the same day Mr. R Chandrasekar was appointed as an Additional Director & Wholetime Director of the Company w.e.f 3rd November 2022.

Proposal has been received for his appointment as a Director of the Company under Section 160 of the Act which has been recommended by the Nomination and Remuneration Committee. Therefore, there is no requirement of any deposit for considering the same.

A brief profile of the appointee is given below:

Mr. R Chandrasekar, 58, is a graduate in Commerce and a Chartered Accountant and a semi-qualified Company Secretary. He is a certified SAP Consultant and Lead Auditor for ISO 9001:2008 and has also completed third stage of CIMA, London.

He has rich experience of nearly 35 years in Finance & Accounts, Audit, Taxation, Legal & Secretarial in diverse segments such as Audit, Engineering Consultancy, EPC & Construction, Manufacturing, Mining, etc. He held various senior financial positions such as General Manager, Chief Financial Officer and Directorships in major corporates in India and also in MNC in the Middle East for more than a decade. He was the Wholetime Director of Sicagen India Limited from September 2018 to 2nd November 2022. Though a finance professional, he has handled all the areas of operations as the Wholetime Director of Sicagen and also in his earlier assignments and has been a member of various Boards. His other directorships and committee positions including other disclosures are provided in Statutory Disclosures in this Notice.

As recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, the remuneration and other terms and conditions of his appointment are as specified in the resolution. The proposed remuneration is considered reasonable taking into account various factors including but not limited to the performance of the Company, the individual, remuneration to similarly placed executives in the industry and the like.

The Board of Directors recommends the resolutions for consideration and approval of the Members as Ordinary and Special Resolutions for item nos. 1 & 2 respectively. Upon approval from Members, Mr. R Chandrasekar will be designated as Wholetime Director & Chief Financial Officer w.e.f. 3rd November 2022.

None of the Directors and Key Managerial Personnel of the Company or their relatives other than Mr. R Chandrasekar and his relatives are concerned or in any way interested in the Resolution as set out in item nos. 1 & 2.

Item 3

Mr. Govindarajan Dattatreyan Sharma (DIN: 08060285) was appointed as an Independent Director for a period of five years from 05th February 2018 and would be completing his first term as an Independent Director on 04th February 2023. As per Section 149(10) of the Act and Regulation 25(2A) of SEBI Listing Regulations, 2015, he shall be eligible for reappointment on passing of a Special Resolution by the Members and a disclosure of the same would be covered in the Board's Report. Further as per Para 4 of Schedule IV to the Act read with Para A of Part D to Schedule II of SEBI Listing Regulations, 2015, such reappointment shall be on the basis of report of performance evaluation. The Board of Directors based on the annual evaluation of the Independent Director at its meeting held on 9th August 2022 and taking into account other evaluation and other factors relating to Mr. G D Sharma, has consented the reappointment of Mr. G D Sharma for the second term of five years w.e.f. 5th February 2023 by way of Circular Resolution dated 23rd November 2022, subject to approval of the Members as stated in this notice. The proposal has also been considered by the Nomination and Remuneration Committee vide Circular Resolution dated 21st November 2022 and duly recommended to the Board.

Mr. G D Sharma has given necessary declaration that he complies with the criteria for Independent Directors specified under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, 2015 along with consent to act as Director for second term under Section 152(5) of the Act.

The profile of Mr. G D Sharma is given below from which it could be seen that he has rich corporate expertise under varied capacities in diversified sectors. He is also serving on the Boards of other listed companies and their committees. Since his performance has been found to be good, his continued association with the Company would be beneficial to the Company and so the Directors recommend the proposals for consideration and approval of the Members by way of Special Resolution.

Brief profile of Mr. Govindarajan Dattatreyan Sharma

Mr. Govindarajan Dattatreyan Sharma, 68, a Post Graduate in Personnel Management & Industrial Relations from Tata Institute of Social Sciences (TISS), is a Senior HR professional with over 40 years' experience across industry verticals. He has held senior positions and led the HR function in various corporates such as BGR Energy Systems, Larsen & Toubro, Vedanta (Sterlite) Group, SRA Systems, E.I.D. Parry and SPIC.

He is a Principal Consultant, Beeline HR Advisory, his own HR & Management Consulting Firm, advising major organizations, Institutions and individuals on managing growth and helping them realize their potential.

Mr. G D Sharma is a well respected HR veteran, with rich experience in the complete spectrum of the human resources functions across varied business segments. He has had exposure to multinational mergers and acquisitions, cross-cultural change management, large scale integration facilitation skills and the like. He has designed and successfully implemented management and leadership development initiatives across the enterprise and is well versed in strategically aligning HR with Business.

Mr. G D Sharma also plays an active role in Education/Academia and Training, and is associated as Advisor, Adjunct Faculty, Visiting Faculty, and Mentor with prestigious B-Schools and leading Business houses. He was the first industry professional to speak about Personal Branding in 2004, and is a much sought-after trainer, speaker, rapporteur, facilitator and moderator in professional, social and cultural circles.

Mr. G D Sharma has won many Awards and Distinctions. He was the Best Outgoing Student of the 1979 batch of M.A (PM & IR) at TISS and a Gold Medalist. His other Awards include Rotary Foundation Group Study Exchange Fellowship in 1985; Fellowship of AOTS in 1996; Leadership Excellence Award from ITM University in 2006; Lifetime Achievement Awards by HR Sangam in 2016 and HR Caucus in 2018.

None of the Directors and Key Managerial Personnel of the Company or their relatives other than Mr. G D Sharma and his relatives are concerned or in any way interested in the Resolution as set out in item no. 3.

STATUTORY DISCLOSURES

STATEMENT PURSUANT TO CLAUSE (IV) OF SECOND PROVISO TO PARAGRAPH B OF SECTION II OF PART II OF SCHEDULE V TO THE ACT (Item Nos. 1 & 2)

I. GENERAL INFORMATION

(1)	Nature of Industry	Petrochemicals – Manufacture of Propylene Oxide, Propylene Glycol and Polyols, intermediates with applications across a spectrum of industries including Pharmaceuticals, Polyurethane, Resin, Fragrances, Food, Refrigeration, Oil Drilling, etc.				
(2)	Year of Commencement of Commercial Production	1990				
(3)	Financial performance and Export data	Year	₹ in crore			Dividend
			Net Sales	PAT	Exports	%
		2021-22	1,439.64	376.69	65.90	50
		2020-21	920.59	192.60	19.36	30
	2019-20	674.19	38.64	4.60	15	
(4)	Foreign investments or collaborations if any	The Company has invested ₹ 398 crore in its Wholly Owned Subsidiary viz., AMCHEM Speciality Chemicals Private Limited, Singapore.				

II. INFORMATION ABOUT THE DIRECTOR

(1)	Name	Mr. R Chandrasekar (DIN: 06374821)
(2)	Background details	Furnished in the Explanatory statement
(3)	Past remuneration	Not applicable as this is the first appointment of Mr. R Chandrasekar as a Director of the Company.
(4)	Job profile and his suitability	As the Whole-time Director & CFO, Mr. R Chandrasekar is responsible for the Finance and other matters as may be delegated by the Managing Director from time to time. Taking into account his previous experience, educational background, industry expertise and the nature and size of operations of the Company, he is a fit and proper person to be the Wholetime Director of the Company.
(5)	Remuneration proposed	As given in the Resolution.
(6)	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel if any	NIL

III. DISCLOSURES

(1)	Information on remuneration package	Details furnished in the relevant resolution.
(2)	Other disclosures	The elements of remuneration are basic salary, allowances, annual performance linked pay, annual benefits, contributions, etc. Terms of service are as per the service rules of the Company governed by the applicable laws. No stock option is applicable.

Disclosure under Regulation 36(3) of SEBI Listing Regulations, 2015 and SS-2 (General Meeting)

1	Name (Mr)	R Chandrasekar (DIN: 06374821)	Govindarajan Dattatreyan Sharma (DIN: 08060285)
2	Age	58	68
3	Nationality	Indian	Indian
4	Qualifications	Details furnished in the explanatory statement under item nos. 1 & 2.	Details furnished in the explanatory statement under item no. 3.
5	Brief resume of the Director		
6	Nature of expertise in specific functional areas		
7	Terms and conditions of Appointment		
8	Details of Remuneration	As given in the resolution (Executive Director)	Within the limits prescribed under the Act. (Non-Executive Independent Director)
9	Remuneration last drawn	NA	For the year 2021-22, the following Remuneration was paid to Mr. G D Sharma, Non-executive Independent Director: Sitting fees – Rs. Six lakh Other Remuneration – Rs. Six lakh The sitting fees are in line with Remuneration policy & within the limits prescribed under Companies Act, 2013 and other Remuneration paid are in accordance with the approval given by the Members of the Company.
10	Date of first appointment on the Board	The Board of Directors at their meeting held on 2 nd November 2022 has appointed Mr. R Chandrasekar as Chief Financial Officer of the Company w.e.f. 3 rd November 2022 and on the same day Mr. R Chandrasekar was appointed as an Additional Director & Wholetime Director of the Company w.e.f 3 rd November 2022.	Mr. G D Sharma was appointed as an Additional Director under Independent Director category by the Board of Directors on 5 th February 2018 and Members of the Company have appointed him for the first term as an Independent Director for a period of 5 years w.e.f. 5 th February 2018.
11	Disclosure of relationships between directors inter-se and with other Key Managerial Personnel of the company	Mr. R Chandrasekar is not related to any of the Directors and Key Managerial Personnel of the company.	Mr. G D Sharma is not related to any of the Directors and Key Managerial Personnel of the company.
12	Number of Meetings of the Board attended during the year	NA (No meetings held post his appointment).	He has attended all the 3 (three) Board meetings held so far upto the date of this Postal Ballot notice. and the attendance details of previous financial year have been included in the annual report of the company as part of Corporate Governance report.

13	Names of listed entities/other Companies in which the person also holds the directorship and the membership of Committees of the board	<p>Directorships in Listed entity:</p> <p>a. Sicagen India Limited – Non – Executive Director</p> <p>Membership of Committees of the board of Sicagen India Limited</p> <p>a. Audit Committee</p> <p>b. Stakeholders Relationship Committee</p> <p>c. Corporate Social Responsibility Committee</p> <p>Other Companies – Directorships</p> <p>a. SIDD Life Sciences Private Limited</p> <p>b. Medihub Sciencetec Private Limited</p>	<p>Directorship in Listed entities:</p> <p>a. Tamilnadu Petroproducts Limited</p> <p>b. Mercantile Ventures Limited</p> <p>Membership of Committees of the board</p> <p>(i) Tamilnadu Petroproducts Limited</p> <p>a. Audit Committee</p> <p>b. Stakeholders Relationship Committee</p> <p>c. Nomination and Remuneration Committee (Chairperson)</p> <p>d. Corporate Social Responsibility Committee</p> <p>(ii) Mercantile Ventures Limited</p> <p>a. Nomination and Remuneration Committee</p> <p>Other Companies – Directorships - Nil</p>
14	Listed entities from which the person has resigned in the past three years	Resigned as Wholetime Director from Sicagen India Limited on 2 nd November 2022.	Nil.
15	Shareholding in the Company	Nil.	Nil.

GUIDANCE TO SHAREHOLDERS FOR POSTAL BALLOT THROUGH E-VOTING

- (1) The voting period begins at 9:00 AM on 29th November 2022 and ends on 28th December 2022 at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 25th November 2022 may cast their votes electronically. The e-Voting module shall be disabled by CDSL after 5:00 PM on 28th December 2022.
- (2) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-Voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access the e-Voting facility.
- (3) Pursuant to above said SEBI Circular, login process for e-Voting for **individual shareholders holding securities in Demat mode** are given below:

A. Shareholders holding securities with CDSL

- i. If you have opted for CDSL Easi / Easiest facility, you can login using your existing user id and password. The URL to login to Easi / Easiest is <https://web.cdslindia.com/myeasi/home/login>. Alternatively, you can visit www.cdslindia.com and click on Login icon and select New System Myeasi.
- ii. After successful login, you will be able to see the e-Voting option for companies in respect of which the e-Voting is in progress, as per the information provided by the respective company. On clicking the e-Voting option, you will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period.
- iii. Links are also provided to access the system of all the e-Voting Service Providers viz., CDSL/ NSDL/ KARVY/LINKINTIME, so that you can visit the e-Voting service providers' website directly.
- iv. If you are not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
- v. Alternatively, you may directly access e-Voting page by providing Demat Account Number and PAN No. from the e-Voting link available on www.cdslindia.com home page or click on the link: <https://evoting.cdslindia.com/Evoting/EvotingLogin>.
- vi. The system will authenticate your credentials by sending OTP to the registered Mobile & Email as recorded in the Demat Account.
- vii. After successful authentication, you will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

B. Shareholders holding securities with NSDL

- i. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider's website for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> by selecting "Register Online for IDeAS" Portal or clicking the link: <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- ii. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.

After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period.

C. Login through Depository Participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period.

D. If you are unable to retrieve User ID/Password please use Forget User ID and Forget Password options available at above mentioned websites and follow the instructions for resetting the information.

E. Help Desk in case of log-in issues of individual demat holders

- Members holding demat account with CDSL and facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800 22 55 33.
- Members holding demat account with NSDL and facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 224 430.

(4) Login method for e-Voting for Members holding shares in Physical mode and members other than individuals holding shares in Demat mode is as below:

- i. Log on to the CDSL's e-Voting website www.evotingindia.com.
- ii. Click on "Shareholders" module.
- iii. 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. Shareholders holding shares in physical mode should enter Folio Number allotted by the Company.
- iv. Next enter the Image Verification as displayed and click on Login.
- v. If you are holding shares in demat mode and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
- vi. If you are a first-time user follow the steps given below:

FOR INDIVIDUALS HOLDING SHARES IN PHYSICAL MODE & OTHERS HOLDING IN DEMAT MODE	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat as well as physical) * Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is available in the e-mail forwarding the Notice of Postal Ballot.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number as mentioned in instruction (iii) above.

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Shareholders holding shares in physical form will then directly reach the Company selection screen and shareholders holding shares in demat form will 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.
- ix. For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- x. Click on the EVSN for Manali Petrochemicals Limited (EVSN: 221125004).
- xi. 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.
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvi. If you are a demat account holder and 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.
- xvii. You may also cast your vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from the respective Store. Please follow the instructions as prompted by the mobile app to do Remote Voting on your mobile.
- xviii. **THOSE SHAREHOLDERS WHOSE E-MAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA <https://Investors.cameoindia.com> AND FOLLOW THE INSTRUCTIONS THEREIN.** In case of any difficulty please contact the RTA. Upon registration of the E-mail ID as above, the RTA will provide the login credentials for the e-Voting along with the Notice of the Postal Ballot.

FOR THE ATTENTION OF NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e., other than individuals and HUF) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created, using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizers to verify the same.