

May 19, 2017

The National Stock Exchange of India Ltd
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051

BSE Limited
Corporate Services Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Scrip Symbol: RELIGARE EQ

Scrip Code: 532915

Subject: Postal Ballot Notice

Dear Sir(s),

We would like to inform you that the Company is conducting postal ballot for obtaining approval of the shareholders on following matters:

1. Sale of entire investment of the Company in Religare Health Insurance Company Limited, a subsidiary company
2. Withdrawal of earlier special resolution passed for shifting of Registered Office of the Company from "National Capital Territory (NCT) of Delhi" to the "State of Maharashtra"

In this regard, pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Postal Ballot Notice. Notice will be dispatched to the shareholders of the Company whose names appear in the Register of Members of the Company as on the cut-off date May 12, 2017. Dispatch of Notice will be completed by May 24, 2017. The voting rights of the shareholders shall be reckoned on the paid-up value of shares as on May 12, 2017 being the cut-off date.

The facility to exercise vote by postal ballot, including e-voting, will be available for the following period:

Commencement of voting : Thursday, May 25, 2017 (9:00 A.M. IST)

End of voting : Friday, June 23, 2017 (5:00 P.M. IST)

Result of postal ballot will be declared on Monday, June 26, 2017 at the registered office of the Company at 4.00 P.M.

This is for your kind information and record.

Thanking you.

Yours truly,

For Religare Enterprises Limited



Mohit Maheshwari
Company Secretary



RELIGARE ENTERPRISES LIMITED

Registered Office: 2nd Floor, Rajlok Building,
24, Nehru Place, New Delhi – 110019
CIN No. - L74899DL1984PLC146935
Phone: +91 – 11 – 4627 2400, Fax No: +91 – 11 - 46272447
Website: www.religare.com, email: investorservices@religare.com

POSTAL BALLOT NOTICE

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

Dear Members,

NOTICE is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), to transact the following proposed special businesses by the members of the Religare Enterprises Limited (“**the Company**”) by passing resolutions through Postal Ballot.

SPECIAL BUSINESSES:

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

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) and relevant Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), enabling provisions in Memorandum & Articles of Associations of the Company, subject to such other approvals, consents, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any person or authority while granting such approvals, consents, permissions and sanctions which may be agreed to and all other applicable laws, consent of the members of the Company be and is hereby granted to the Board of Directors (hereinafter referred to as the “**Board**” which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise one or more of its power including the powers conferred hereunder) to sell and transfer (in one or more tranches) the entire investment of the Company in the equity shares of Religare Health Insurance Company Limited, a subsidiary company, to such person(s) as mentioned in the explanatory statement and on such terms and conditions and in such manner as the Board may at its absolute discretion determine.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, matters, deeds and things and give all such directions as it may in its absolute discretion deem necessary, expedient or desirable, in order to give effect to this resolution.”

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

“**RESOLVED THAT** in accordance with the Secretarial Standard II i.e. “Secretarial Standards on General Meetings”, the consent of the shareholders be and is hereby accorded for the withdrawal of the earlier members’ resolution passed on July 16, 2016 through postal ballot, result of which was declared on July 18, 2016, for shifting of Registered Office of the Company from the “National Capital Territory (NCT) of Delhi” to the “State of Maharashtra”.

RESOLVED FURTHER THAT accordingly the amendment proposed to the existing Clause II of the Memorandum of Association of the Company relating to situation of the Registered Office of the Company from the “National Capital Territory (NCT) of Delhi” to the “State of Maharashtra” shall not be carried out.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to do all such acts, deeds and things, authorize any person in connection with the above and to sign, execute and file and/ or modify all such forms, papers and documents as may be considered necessary or expedient to give effect to this Resolution”.

**By Order of the Board of Directors
For Religare Enterprises Limited**

**Place: Noida
Date: May 11, 2017**

**Sd/-
Mohit Maheshwari
Company Secretary
Membership No.: A16914**

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Act, setting out material facts for the proposed resolutions is annexed herein below.
2. The Notice of Postal Ballot along with postal ballot form containing instruction is being sent 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) on Friday, May 12, 2017 (hereinafter called as “Cut-off Date”). The Postal Ballot notice along with postal ballot form containing instruction are being sent to members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding) / the Company (in case of physical shareholding). For members whose email IDs are not registered, physical copies of the notice are being sent by permitted mode along with a self-addressed Business Reply Envelope.
3. Members whose name appearing on the Register of Members / List of Beneficial Owners as on the Cut-off date shall be eligible for voting (including e-voting/Postal ballot). A person who is not member on Cut-off date should treat this notice for information purpose only.
4. The Board of Directors of the Company has appointed Mr. Nitesh Latwal (Membership No. A32109 & Certificate of Practice No. 16276), Partner, PI & Associates, Practicing Company Secretary as Scrutinizer for conducting the Postal Ballot/e-voting process in a fair and transparent manner.
5. Resolutions, if passed by the Members through postal ballot are deemed to have been duly passed at a General Meeting of the Members.
6. Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed in the attached self-addressed postage pre-paid Business Reply Envelope. Postage will be borne and paid by the Company. However, Postal Ballot(s), if sent by courier or by registered post at the expense of the Member(s) will also be accepted. The Postal Ballot(s) may also be deposited personally. The Postal Ballot(s) should reach the Scrutinizer not later than the close of working hours i.e. 5:00 P.M. on Friday, June 23, 2017 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member.
7. In compliance with provisions of Section 110 of the Act read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Rule 20 of the Rules, as amended up to date, & Secretarial Standard – II issued by the Institute of the Company Secretaries of India on general meeting (“SS-II”), the Company is pleased to offer **e-voting facility to enable members to cast their votes electronically**. The Board of Directors of the Company has appointed KARVY COMPUTERSHARE PRIVATE LIMITED (hereinafter called as “Agency”) for facilitating e-voting to enable the shareholders to cast their votes electronically. However, **e-voting is optional**.
8. The Scrutinizer will submit his report to the Chairman after scrutiny of the Postal Ballot forms including e-voting & the result of the Postal Ballot shall be declared by the Chairman, or in their absence, by any other director or

Company Secretary authorized by the Board of Directors of the Company, on Monday, June 26, 2017 at 4.00 P.M. at the Registered Office of the Company i.e. 2nd Floor, Rajlok Building, 24, Nehru Place, New Delhi – 110019. Members, who wish to be present at the venue at the time of declaration of the result, may do so. The results shall be placed on the website & notice board of the Company along with scrutinizer report i.e. www.religare.com & on the website of the Agency i.e. <https://evoting.karvy.com> and simultaneously will be communicated to the Stock Exchanges where the securities of the Company are listed.

9. E-voting will commence from Thursday, May 25, 2017 (9.00 A.M. IST) to Friday, June 23, 2017 (5.00 P.M. IST) and e-voting shall not be allowed beyond the said date and time.
10. This notice of postal ballot will also be placed on the website of the Company i.e. www.religare.com and also on the website of the Agency i.e. <https://evoting.karvy.com>.
11. Members have option to vote either through e-voting or through Postal Ballot Form.
12. A Member cannot vote both by post and e-voting and if he votes both by post and e voting, his vote by post shall be treated as invalid.
13. In case, shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member.
14. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority Letter together with attested specimen signature(s) of the duly authorized signatory/ies, giving requisite authority to the person voting on the Postal Ballot Form.
15. The vote in this Postal Ballot cannot be exercised through proxy.
16. Members are requested to carefully read the instructions printed on the back of the Postal Ballot Form before exercising their vote.
17. A member may request for duplicate postal ballot form, if so required. Members who have received Postal Ballot Notice by e-mail and who wish to vote through Postal Ballot Form can download Postal Ballot Form from the link '<https://evoting.karvy.com>' or seek duplicate Postal Ballot Form from Karvy Computershare Private Limited, Registrar & Transfer Agent, Unit: Religare Enterprises Limited, Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, fill in the details and send the same to the Scrutinizer.
18. In case of any queries, any member who has grievances connected with e-voting for postal ballot can contact Mr. S V Raju, Corporate Registry, Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 at +91 040 67162222 or at 1800 345 4001 (Toll Free) or email at einward.ris@karvy.com. However, the duly filled in and signed duplicate postal ballot form should reach the Scrutinizer not later than the date specified at instruction No. 6 above.
19. The voting rights of Members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company as on Cut-off Date i.e. May 12, 2017.
20. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot will be final.
21. The postal ballot and all other papers relating to postal ballot including voting by remote e-voting shall be under the safe custody of the scrutinizer till the chairman consider, approves and sign the minutes.
22. Incomplete, unsigned, improperly or incorrectly tick marked postal ballot forms will be rejected. There will be only 1 (one) postal ballot form for every registered folio /client ID irrespective of the number of joint members.
23. The last date of the receipt of duly completed postal ballot forms or e-voting shall be the date on which resolution would be deemed to have been passed, if approved by the requisite majority. All the material documents will be

available for inspection at the registered office of the company during the office hours on all working days from the date of dispatch until the last date for receipts of votes by postal ballot / e-voting i.e. June 23, 2017.

E-voting Procedure/Instructions:

The instructions for Members who desire to cast their vote through e-voting are as under:

(a) In case of Members have received Postal Ballot form through e-mail from Karvy

The procedure and instructions for e-voting are as follows:

- I. Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'
- II. Enter the login credentials (i.e., user-id & password) mentioned on the Postal Ballot Form. Your Folio/DP Client ID will be your User-ID.

User –ID	For Members holding shares in Demat Form:- a) For NSDL :-8 Character DP ID followed by 8 Digits Client ID b) For CDSL:- 16 digits beneficiary ID c) For Members holding shares in Physical Form:- 3008 Event No. followed by Folio Number registered with the company
Password	Your Unique password is printed on the Postal Ballot Form / via email forwarded through the electronic notice.
Captcha	Enter the Verification code i.e. please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- I. Members can cast their vote online from Thursday, May 25, 2017 (9.00 A.M. IST) to Friday, June 23, 2017 (5.00 P.M. IST)
- II. After entering these details appropriately, click on “LOGIN”.
- III. Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-Voting platform. System will prompt you to change your password and update any contact details like mobile no, email ID etc. on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- IV. You need to login again with the new credentials.
- V. On successful login, system will prompt to select the 'Event' i.e., 'Company Name'.
- VI. If you are holding shares in Demat form and had logged on to “https://evoting.karvy.com” and casted your vote earlier for any company, then your exiting login id and password are to be used.
- VII. On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not wants to cast the vote, select 'ABSTAIN'.

- VIII. 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.
- IX. Once you ‘CONFIRM’ your vote on the resolution, you will not be allowed to modify your vote.
- X. Corporate/Institutional Members (corporate /FIs/FILs/Trust/Mutual Funds/Banks, etc.) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to einward.ris@karvy.com and **scrutinizer.cp1@gmail.com** with copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format “Corporate Name_ Event no.”

(b) In case Members have received Physical Postal Ballot Form by Post :

- I. Initial password is provided as below/at the bottom of the Postal Ballot Form.

EVEN (E VOTING EVENT NUMBER)	USER ID	*PASSWORD/PIN
3008		

- II. Please follow all steps from Sl. No. (I) to Sl. No. (X) above to cast vote.
- III. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- IV. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e voting user manual for Members available at the “downloads” section of ‘https://evoting.karvy.com’.
- V. If you are already registered with Karvy for e-voting then you can use your existing user ID and password for casting your vote.
- VI. 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).
- VII. In case of any queries related to e-voting, you may refer to the Frequently Asked Questions (FAQ’s) and e-voting user manual available in the “Downloads” section of ‘https://evoting.karvy.com’ or contact Mr. S V Raju of Karvy Computershare Private Limited at 040-67162222 or at 1800 345 4001 (Toll Free).

**By Order of the Board of Directors
For Religare Enterprises Limited**

**Place: Noida
Date: May 11, 2017**

**Sd/-
Mohit Maheshwari
Company Secretary
Membership No.: A16914**

EXPLANATORY STATEMENT FOR THE PROPOSED RESOLUTIONS ACCOMPANYING THE NOTICE DATED MAY 11, 2017, PURSUANT TO SECTION 102 OF THE ACT READ WITH SECTION 110 OF THE ACT

In terms of Section 102 of the Act, the following Explanatory Statement sets out all the material facts relating to the Item No. 1 & 2 of the accompanying Notice dated May 11, 2017.

ITEM NO. 1

The members of the Company are apprised that the Company has entered in to definitive agreements with a consortium of investors led by True North Managers, an India based private equity Fund (formerly known as India Value Fund Advisors), to divest its entire stake in Religare Health Insurance Company Limited (RHICL). The transaction is subject to necessary regulatory and other approvals. The Company holds 90.05% equity stake in RHICL as on date.

Brief details of transaction are as follows:

Sr. No	Particulars	Description
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;	RHICL reported a revenue of Rs. 32,162.64 Lakhs in FY 2015-16 and its net worth as at March 31, 2016 was Rs. 17,104.04 Lakhs translating to approximately 5.65% of consolidated revenue and approximately 4.43% of consolidated net worth of the Company for the year ended/as at March 31, 2016.
2	Date on which the agreement for sale has been entered into;	April 9, 2017
3	The date of completion of sale/disposal	Expected date of completion is 2 nd half of the calendar year 2017
4	Consideration received from such sale/disposal	Value of RHICL is expected to be Rs. 1,300 Crs
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	The consortium of investors includes Metaffinity Private Limited (owned and controlled by India Value Fund V LLP), Shree Nirman Limited (a Puneet Dalmia Group Company) and Faering Capital India Evolving Fund II The buyer is not related to the promoter/ promoter group/group companies
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	The transaction does not fall within related party transactions

In terms of Section 180(1)(a) of the Companies Act, 2013 ("Act") and as per terms and conditions of definitive agreements, divestment of RHICL requires approval of the shareholders of the Company by way of special resolution. Hence your Directors recommend the resolution proposed at Item No.1 for the approval of Shareholders by way of special resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice.

ITEM NO. 2

The Board of Directors of the Company ("Board") in its meeting held on May 27, 2016 followed by shareholders' resolution passed on July 16, 2016 through postal ballot, result of which was declared on July 18, 2016, had considered and approved the shifting of the Registered Office of the Company from the "National Capital Territory (NCT) of Delhi" to the "State of Maharashtra".

However, subsequently the Board in its meeting held on October 26, 2016 decided not to pursue the shifting of the Registered Office to the “State of Maharashtra” and instead decided to shift the registered office from “D3, P3B, District Centre, Saket, New Delhi – 110 017” to “2nd Floor, Rajlok Building, 24, Nehru Place, New Delhi-110019”w.e.f. December 01, 2016.

Consequently, the aforementioned shareholders resolution dated July 16, 2016 is no longer valid and requires annulment.

The shareholders are informed that as per SS-II, any shareholder resolution passed by postal ballot can be rescinded only by way of a shareholders’ resolution passed subsequently through postal ballot. Accordingly, the Board recommends the withdrawal of the shareholders’ resolution dated July 16, 2016 and hence the resolution proposed at Item No. 2 above is placed for the approval of Shareholders by way of special resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice.

**By Order of the Board of Directors
For Religare Enterprises Limited**

Place: Noida
Date: May 11, 2017

**Sd/-
Mohit Maheshwari
Company Secretary
Membership No.:A16914**



Values that bind

Religare Enterprises Limited

Registered Office: 2nd Floor, Rajlok Building, 24, Nehru Place, New Delhi – 110019

CIN No. - L74899DL1984PLC146935

Phone: +91 – 11 – 4627 2400, Fax No: +91 – 11 - 46272447

Website: www.religare.com, email: Investorservices@religare.com

POSTAL BALLOT FORM

Serial no: _____

- 1) Name(s) of Shareholder(s)
(Including Joint-holders, if any) (IN BLOCK LETTERS)
- 2) Registered Address of the Sole/First named Shareholder
- 4) Registered Folio No.*
/Client ID No.
- 3) DP ID No.**
- 5) Total number of shares held
- 6) I / We hereby exercise my /our vote in respect of the Resolution to be passed through Postal Ballot for the business stated in the Notice of the Company by sending my/our assent or dissent to the said resolution by placing the tick (✓) mark at the appropriate box below:

Description	No. of Shares held	I / We assent to the resolution (For)	I / We dissent to the resolution (Against)
1. Special Resolution for sale of entire investment of the Company in Religare Health Insurance Company Limited, a subsidiary company			
2. Special Resolution for withdrawal of earlier special resolution passed for shifting of Registered Office of the Company from “National Capital Territory (NCT) of Delhi” to the “State of Maharashtra”			

Place:

Date:

(Signature of the Shareholder)
(Please refer to instruction No. 5 overleaf)

* Applicable to shareholder(s) holding shares in physical form.

** Applicable to shareholder(s) holding shares in dematerialized form.

ELECTRONIC VOTING PARTICULARS

EVEN (e-Voting Event Number)	USER ID	PASSWORD/PIN
3008		

Note : Please read carefully the notes/ instructions printed overleaf before exercising the vote.

INSTRUCTIONS

1. Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) the assent or dissent of the shareholders in respect of the resolutions as per the Postal Ballot Notice shall be determined through Postal ballot/ e-Voting.
2. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer in the attached self-addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted. The shareholders residing outside India should stamp the envelopes appropriately.
3. The self addressed business reply envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
4. Please convey your assent/ dissent in this Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
5. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
6. Duly completed Postal Ballot Form should reach the Scrutinizer not later than close of working hours (5:00 PM IST) on Friday, June 23, 2017. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received.
7. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Shareholder(s).
8. A Shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e. Friday, June 23, 2017.
9. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed business reply envelope, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
10. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
11. The vote in the Postal Ballot shall not be exercised by a Proxy.
12. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours on Friday, June 23, 2017 (5.00 PM IST). All Postal Ballot Forms received after this date will be strictly treated as if the reply from such Member has not been received.
13. Kindly note that the shareholders can opt only one mode of voting, i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physical postal ballot also and vice versa. However, in case shareholders cast their vote by physical ballot and e-voting, then voting done through e-voting will prevail and voting done through physical ballot will be treated as invalid.
14. The voting period starts from Thursday, May 25, 2017 (9:00 AM IST) and ends on Friday, June 23, 2017 (5.00 P.M. IST). The e-voting module shall also be disabled by Karvy for voting members.

PROCEDURE AND INSTRUCTION FOR E-VOTING:

The instructions for Members who desire to cast their vote through e-voting are as under:-

(a) In case of Members have received Postal Ballot form through e-mail from Karvy

The procedure and instructions for e-voting are as follows:

- I. Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'
- II. Enter the login credentials (i.e., user-id & password) mentioned on the Postal Ballot Form. Your folio/DP Client ID will be your User-ID.

User –ID	For Members holding shares in Demat Form:- a) For NSDL :-8 Character DP ID followed by 8 Digits Client ID b) For CDSL:- 16 digits beneficiary ID For Members holding shares in Physical Form:- 3008 Event no.followed by Folio Number registered with the company
Password	Your Unique password is printed on the Postal Ballot Form / via email forwarded through the electronic notice
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- III. Members can cast their vote online from Thursday, May 25, 2017 (9:00 AM IST) to Friday, June 23, 2017 (5:00 P.M. IST).
- IV. After entering these details appropriately, click on "LOGIN".
- V. Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-Voting platform. System will prompt you to change your password and update any contact details like mobile no, email id etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- VI. You need to login again with the new credentials.
- VII. On successful login, system will prompt to select the 'Event' i.e., 'Company Name'.
- VIII. If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any company, then your exiting login id and password are to be used.
- IX. On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not wants to cast, select 'ABSTAIN'
- X. 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.
- XI. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- XII. Corporate/Institutional Members (corporate /FIs/FILs/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to einward.ris@karvy.com and scrutinizer.cp1@gmail.com with copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."

(b) In case of Members have received Physical Postal Ballot Form by Post :

(i) Initial password is provided as below/at the bottom of the Postal Ballot Form.

EVEN (E VOTING EVENT NUMBER)	USER ID	PASSWORD/PIN
3008		

(ii) Please follow all steps from Sl. No. (I) to Sl. No. (X) above, to cast vote.

- (c) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (d) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the “downloads” section of ‘<https://evoting.karvy.com>’
- (e) If you are already registered with Karvy for e-voting then you can use your existing user ID and password for casting your vote.
- (f) 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).