

28<sup>th</sup> November, 2018.

Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

Scrip Code: 512634

Dear Sirs,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are conducting the Postal Ballot process.

⊗ we state  
that

We further furnish the details as follows :

- |                             |   |   |
|-----------------------------|---|---|
| a) Date of Notice           | : | 13.11.2018  |
| b) Agenda                   | : | i) Reappointment of Mrs.A.Nina Reddy as Joint Managing Director and fixation of remuneration<br>ii) Reappointment of Mr.A.Ravikumar Reddy as Managing Director and fixation of remuneration |
| c) Resolution to be passed: |   | Special Resolution  |
| d) Manner of approval       | : | Postal Ballot   |

*[Handwritten signature]*

In this connection, we are sending a copy of the Postal Ballot Notice which shall be sent to the shareholders on time.

This may please be noted.

Thanking you,

Yours faithfully  
For Savera Industries Limited

*[Handwritten signature]*

N.S.Mohan  
Company Secretary.



## SAVERA INDUSTRIES LIMITED

REGD. OFFICE: NO. 146, DR. RADHAKRISHNAN ROAD, CHENNAI - 600 004

Tel: 044 28114700 Fax: 044 28113475, CIN L55101TN1969PLC005768

Website: [www.saverahotel.com](http://www.saverahotel.com) • Email: [info@saverahotel.com](mailto:info@saverahotel.com)

### POSTAL BALLOT NOTICE

[Notice pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To  
The Shareholders

NOTICE is hereby given pursuant to the provisions of sections 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 including any statutory notifications or reenactment thereof for the time being in force and subject to other applicable laws and regulations for seeking the approval of shareholders for the Special Resolutions appended below by E-Voting and Postal Ballot. It may please be noted that the company is providing facilities for voting through E-voting and postal ballot.

The explanatory statement pursuant to section 102 & 110 of the Companies Act, 2013, relating to the said Special Resolutions setting out material facts is annexed hereto along with a Postal Ballot Form for your consideration.

The members are requested to carefully read the instructions given in the Notice.

As required under the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and the rules as applicable in that regard and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the company is providing e-voting facility through Central Depository Services (India) Limited (CDSL). Instructions on voting are mentioned as part of the Notice.

The Board of Directors have appointed Sri.R.Balasubramaniam (FCS 2397), Practising Company Secretary, Chennai to act as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The Scrutinizer will submit his report after completion of the scrutiny and the results of voting will be announced on Wednesday, 9th day of January, 2019 at the Registered office of the company and the results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.saverahotel.com](http://www.saverahotel.com), CDSL website [www.evotingindia.com](http://www.evotingindia.com) and sent to Bombay Stock Exchange, where company's shares are listed.

#### SPECIAL BUSINESS

##### ITEM NO. 1 : REAPPOINTMENT OF MRS. A. NINA REDDY AS JOINT MANAGING DIRECTOR AND FIXATION OF REMUNERATION

To consider and if thought fit, to pass the following resolution, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of 196, 197, 198 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013 and the Companies (Amendment) Act, 2017, SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations 2018, (including any statutory modification(s) (or) re-enactment thereof or any amendments thereto) as may be agreed between the Board and Mrs.A.Nina Reddy, the consent of the company be and is hereby accorded for the reappointment of Mrs.A.Nina Reddy, as Joint Managing Director of the Company for a period of five years with effect from 28th October, 2018 and to the payment of remuneration of a sum equal to 7.5% of the net profits of each financial year computed in the manner prescribed under the provisions of 198 the Companies Act, 2013 and against such remuneration, Rs.3,75,000/- be paid every month and the balance be paid after the end of the financial year and after determining the net profit based on the audited financial statement.

#### Perquisites

Gratuity	As per the Company's policy. Gratuity will not be taken into account for the purpose of calculation of Managerial Remuneration under Schedule V to the Companies Act, 2013
----------	--

RESOLVED FURTHER THAT notwithstanding anything contained above, where, in any financial year during the currency of the tenure of the Joint Managing Director, the company has no profits or its profits are inadequate, it may pay her remuneration by way of salary and perquisites and commission equivalent to the maximum permissible limit under Schedule V of the Companies Act, 2013 or any statutory modifications or re-enactments thereof.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to vary or increase the monthly payment as specified above, to the extent the Board of Directors may, consider appropriate, as may be permitted or authorized in accordance with any provision under the Companies Act, 2013, or Schedules appended thereto, for the time being in force or any statutory modification or reenactment thereof and/or any rules or regulations thereunder.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as the Board may consider necessary or expedient to give effect to this Resolution".

##### ITEM NO. 2 : REAPPOINTMENT OF MR.A.RAVIKUMAR REDDY AS MANAGING DIRECTOR AND FIXATION OF REMUNERATION

To consider and if thought fit, to pass the following resolution, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of 196, 197, 198 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 and SEBI (Listing Obligations and Disclosures Requirements)

(Amendment) Regulations 2012 (including any statutory modification(s) or re-enactment thereof or any amendments thereto) as may be agreed between the Board and Mr. A. Ravikumar Reddy, the consent of the company be and is hereby accorded for the reappointment of Sri A. Ravikumar Reddy, as Managing Director of the Company for a period of 5 years, with effect from 1st February, 2019 and to the payment of remuneration of a sum equal to 7.5% of the net profits of each financial year computed in the manner prescribed under the provisions of 198 the Companies Act, 2013 and against such remuneration, Rs. 3,75,000/- be paid every month and the balance be paid after the end of the financial year and after determining the net profit based on the audited financial statement.

#### Perquisites

Gratuity	As per the Company's policy, Gratuity will not be taken into account for the purpose of calculation of Managerial Remuneration under Schedule V to the Companies Act, 2013
----------	--

RESOLVED FURTHER THAT notwithstanding anything contained above, where, in any financial year during the currency of the tenure of the Managing Director, the company has no profits or its profits are inadequate, it may pay him remuneration by way of salary and perquisites and commission equivalent to the maximum permissible limit under schedule V of the Companies Act, 2013 or any statutory modifications or re-enactments thereof.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to vary or increase the monthly payment as specified above, to the extent the Board of Directors may consider appropriate, as may be permitted or authorized in accordance with any provisions under the Companies Act, 2013 or Schedules appended thereto, for the time being in force or any statutory modification or re-enactment thereof and/or any rules or regulations thereunder.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as the Board may consider necessary or expedient to give effect to this Resolution.

By Order of the Board  
For Savera Industries Limited

  
N.S. Mohan  
Company Secretary

Place : Chennai  
Date : 13/11/2018

#### NOTES:

- 1) The explanatory statement(s) pursuant to Section 102 of the Companies Act 2013 stating all material facts and the reasons for the proposed resolution are annexed to this Postal Ballot Notice.
- 2) This Postal Ballot Notice is being sent to the members whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited ("CDSL") as on the cut-off date i.e. on 30.11.2018. A person who is not a Member as on cut-off date shall treat this Postal Ballot Notice for information purpose only. The Postal Ballot Notice is being sent to the Members in electronic form on the e-mail addresses registered with their Depository Participants / the Company's Registrar and Share Transfer Agents (in case of electronic shareholding). For the Members whose e-mail IDs are not registered, physical copies of this Postal Ballot Notice are being sent by permitted mode along with the Business Reply Envelope.
- 3) Members whose names appear on the Register of Members / List of Beneficial Owners as on 30.11.2018 will be considered for the purpose of voting (remote voting and postal ballot).
- 4) Resolutions passed by the Members through remote voting and postal ballot are deemed to have been duly passed as if they have been passed at a general meeting of the Members.
- 5) The Members can opt for only one mode of voting i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Forms will be treated as invalid.
- 6) In case a Member is desirous of obtaining a printed Form or a duplicate, he or she may send an e-mail to [cs@saverahotel.com](mailto:cs@saverahotel.com). The Company shall forward the same along with the Business Reply Envelope to the Member.
- 7) Corporate / institutional Members (i.e. other than individuals, Hindu undivided families, non-resident Indians, etc.) opting for postal ballot are also required to send certified true copy of the board resolution / power of attorney / authority letter, etc. to the Scrutinizer along with the Form.
- 8) A Member cannot exercise his vote by proxy on Form.
- 9) Material documents referred to in the explanatory statement, if any, shall be available for inspection at the Company's Registered Office at No.146, Dr. Radhakrishnan Road, Chennai - 600 004, during office hours on all working days up to 7.1.2019.

#### The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 7.12.2018 at 9.00 a.m. and ends on 7.1.2019 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 30.11.2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the Sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with the sequence number 1 then enter R A 0 0 0 0 ( ) in the PAN field.</li> </ul>
Dividend Bank details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Savera Industries Ltd. on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. Them-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

## STATEMENT TO BE ANNEXED TO THE NOTICE

Pursuant to Section 102 of the Companies Act, 2013.

### ITEM NO. 1 : REAPPOINTMENT OF MRS.A.NINA REDDY AS JOINT MANAGING DIRECTOR AND FIXATION OF REMUNERATION.

Smt. A.Nina Reddy was reappointed as the Joint Managing Director for a period of Five(5) years with effect from 28.10.2013. Her period of appointment as Joint Managing Director got completed on 27.10.2018. The Board of Directors of the Company at its meeting held on 13th November, 2018 has reappointed her as Joint Managing Director for a further period of five years with effect from 28.10.2018 on the remuneration as set out above. The terms of remuneration are in conformity with the provisions of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 read with Schedule V to the Companies Act, 2013 based on the recommendation of the Nomination and Remuneration Committee which met on 13th November, 2018.

Smt. A. Nina Reddy, aged about 58 years, has qualifications such as BA., DID., DCI & HK and particularly specialization in Interior Decoration and House Keeping. She is the present Joint Managing Director of the Company and devoted herself in the day today affairs of the management of the company. She has been on the Board of Savera Industries Limited since 30th January, 1999.

Smt. A. Nina Reddy is a member of Corporate Social Responsibility Committee.

She is also a Director in Shyam Enterprises P Ltd., Ruchi Agro Products P Ltd., Savera Anthuriums (P) Ltd., and Amaravathi Restaurants Pvt Ltd.. Therefore her reappointment is in the best interests of the company.

The Companies (Amendment) Act, 2017 brought changes in the provisions of Section 197 and schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by removing the requirement of Central Government approval for payment in excess of 11% of net profits of the company and also increased the limits of yearly managerial remuneration in case of no profit or inadequate profit. The Companies (Amendment) Act, 2017 replaces the Central Government approval with the requirement of obtaining shareholders' approval through a special resolution.

Further SEBI under its SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018 mandated that Special Resolution by the members is required when the aggregate annual remuneration to both the Managing Director and Joint Managing Director exceeds 5% of the net profits of the Company.

Approval of the shareholders by a Special Resolution is therefore being sought for re-appointment of Smt. A. Nina Reddy as Joint Managing Director of the company for a further period of 5 years as per the terms and conditions and for the remuneration, as specified in the resolution.

The terms of appointment and remuneration as set out in the Special Resolution are in accordance with the applicable provisions of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and SEBI (LODR) (Amendments) Regulations, 2018.

The Board of Directors of the company recommends the special resolution for your approval.

Smt. A. Nina Reddy is holding 2095812 equity shares in the company.

Smt. A. Nina Reddy and Ms. A. Nivruhi Reddy are interested in the resolution set out above.

The resolution set out in the accompanying notice together with this Explanatory Statement should be treated as an abstract of the written memorandum executed between the company and Mrs. A. Nina Reddy under section 190 of the Companies Act, 2013, and the same is hereby circulated to the shareholders of the company.

All documents referred to in the above accompanying notice and statement to be annexed to the notice are open for inspection at the Registered Office of the company between 10.00 AM and 1.00 PM on working days upto 7.01.2019.

#### **ITEM NO. 2 : REAPPOINTMENT OF MR. A. RAVIKUMAR REDDY AS MANAGING DIRECTOR AND FIXATION OF REMUNERATION**

Sri A. Ravikumar Reddy was reappointed as the Managing Director of the Company for a period of five (5) years with effect from 1st February 2014. His period of appointment as Managing Director will get completed on 31st January 2019. The Board of Directors of the Company at its meeting held on 13th November 2018 has reappointed him as Managing Director for a further period of five years with effect from 1.2.2019 on the remuneration as set out above. The terms of remuneration are in conformity with the provisions of the Companies Act, 2013, the Companies (Amendment) Act 2017 read with Schedule V of the Companies Act, 2013 based on the recommendation of the Nomination and Remuneration Committee which met on 13th November, 2018.

Sri A. Ravikumar Reddy is a qualified Engineer with an experience of 35 years in hotel industry. He is aged about 58 years. He devoted himself in the day today affairs of the management of the company. He has been on the Board of Savera Industries Limited since 20th June, 1994.

Sri A. Ravikumar Reddy is a member of Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Share Transfer Committee.

He is also a Director in Carewell Investments Ltd., Shyam Enterprises P Ltd., Ruchi Agro Products P Ltd., Savera Anthuriums (P) Ltd., and Amaravathi Restaurants Pvt Ltd. Therefore his reappointment is in the best interests of the company.

The Companies (Amendment) Act, 2017 brought changes in the provisions of Section 197 and schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by removing the requirement of Central Government approval for payment in excess of 11% of net profits of the company and also increased the limits of yearly managerial remuneration in case of no profit or inadequate profit. The Companies (Amendment) Act, 2017 replaces the Central Government approval with the requirement of obtaining shareholders' approval through a special resolution.

Further SEBI under its SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018 mandated that Special Resolution by the members is required when the aggregate annual remuneration to both the Managing Director and Joint Managing Director exceeds 5% of the net profits of the Company.

Approval of the shareholders by a Special Resolution is therefore being sought for re-appointment of Sri A. Ravikumar Reddy as Managing Director of the company for a further period of 5 years as per the terms and conditions and for the remuneration as specified in the resolution.

The terms of appointment and remuneration as set out in the Special Resolution are in accordance with the applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and SEBI (LODR) (Amendment) Regulations, 2018.

The Board of Directors of the company recommends the special resolution for your approval.

Sri A. Ravikumar Reddy is holding 1603840 equity shares in the company.

Sri A. Ravikumar Reddy, Sri A. Tarun Reddy and Smt. A. Nina Reddy are interested in the resolution set out above.

The resolution set out in the accompanying notice together with this Explanatory Statement should be treated as an abstract of the written memorandum executed between the company and Mr. A. Ravikumar Reddy under section 190 of the Companies Act, 2013, and the same is hereby circulated to the shareholders of the company.

All documents referred to in above accompanying notice and statement to be annexed to the notice are open for inspection at the Registered Office of the company between 10.00 A.M. and 1.00 P.M. on working days upto 7.1.2019.

By Order of the Board  
For Savera Industries Limited

Place : Chennai  
Date : 13/11/2018

  
N.S. Mohan  
Company Secretary



## SAVERA INDUSTRIES LIMITED

REGD. OFFICE : NO. 146, DR. RADHAKRISHNAN ROAD, CHENNAI - 600 004

Tel: 044 28114700 Fax: 044 28113475, CIN L55101TN1969PLC005768

Website : www.saverahotel.com • Email : info@saverahotel.com

### POSTAL BALLOT FORM

Sl.No.....

1. Name of the Member /  
Shareholder (in block letters) :
2. Registered address of the Sole /  
First named Member / Shareholder :
3. Registered Folio No. / DP ID No. &  
Client ID No. :
4. Number of Shares held :

I / we hereby exercise my / our vote in respect of the Special Resolution to be passed through Postal Ballot by post 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:

Item No.	Description	No. of Shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	<b>REAPPOINTMENT OF MRS. A. NINA REDDY AS JOINT MANAGING DIRECTOR AND FIXATION OF REMUNERATION</b> Special Resolution under section 196, 197, 198 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013, Companies (Amendment) Act 2017 and SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations 2018, (including any statutory modification(s) (or) re-enactment thereof or any amendments thereto) in respect of reappointment of Mrs. A. Nina Reddy, as Joint Managing Director of the Company for a period of Five(5) years, with effect from 28th October, 2018, and payment of remuneration.			
2.	<b>REAPPOINTMENT OF MR. A. RAVIKUMAR REDDY AS MANAGING DIRECTOR AND FIXATION OF REMUNERATION</b> Special Resolution under section 196, 197, 198 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013, Companies (Amendment) Act 2017 and SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations 2018, (including any statutory modification(s) (or) re-enactment thereof or any amendments thereto) in respect of reappointment of Mr. A. Ravikumar Reddy, as Managing Director of the Company for a period of Five(5) years, with effect from 1st February, 2019 and payment of remuneration.			

Place :

Date :

(Signature of the shareholder)

NOTE: PLEASE READ CAREFULLY THE INSTRUCTIONS PRINTED OVERLEAF BEFORE EXERCISING THE VOTE.

## GENERAL INSTRUCTIONS

1. This Postal Ballot Form ("Form") is provided for the benefit of the member(s) of the Company ("Member") who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by postal ballot. If a member casts vote by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
3. For detailed instructions on remote e-voting, please refer to the notes appended to the Notice.
4. The scrutinizer will collate the votes downloaded from the e-voting system and votes received through post or hand delivered, to declare the final result for each of the resolution(s) forming part of the Notice.
5. A Member desiring to exercise vote by postal ballot may complete this Form and send it to Mr. R. Balasubramaniam (the "Scrutinizer") in the enclosed self-addressed postage pre-paid business reply envelope (if posted from India). However, any envelope containing Form if deposited in person or sent by courier / any other mode at the expense of the Member shall also be accepted. It is however clarified that the Member desirous to exercise their vote from outside India will have to arrange for postage from the country where the ballot papers are dispatched to Scrutinizer.
6. The Form should be signed by the Member as per the specimen signature registered with the Company/Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. Exercise of vote by postal ballot is not permitted through proxy.
7. In case the shares are held by companies, Trusts, Societies, institutional member etc. the duly completed Form should be accompanied by a certified true copy of the relevant board resolution / authorization.
8. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as at the cut-off date i.e., 30.11.2018.
9. Consent must be accorded by placing the tick mark (✓) in the column 'I/ WE assent to the resolution (FOR)' or dissent must be accorded by placing the tick mark (✓) in the column 'I/ WE dissent to the resolution (AGAINST)' at the appropriate box. A Member need not cast all the votes in the same way. The assent/ dissent received in any other form or a photocopy of the Form shall be considered invalid.
10. Members are requested to fill in the Form with indelible ink and not in any erasable writing mode.
11. There will be one Form for every Folio/ DP ID and Client ID, irrespective of the number of joint holders.\*
12. Duly completed Form should reach the Scrutinizer not later than 7.1.2019 (5:00 p.m. IST). Form received after 7.1.2019 (5:00 p.m. IST) will be strictly treated as if the reply from the Member has not been received.
13. Members are requested not to send any other paper along with the Form. Any extraneous paper attached with this Form would be destroyed by the Scrutinizer.
14. The Members who have received the Notice by e-mail and wish to vote through the Form can download the Form from the website of the Company i.e., [www.saverahotel.com](http://www.saverahotel.com) and take a print thereof. Members seeking duplicate Form may request to the Company's Registrar and Share Transfer Agent or may send an email to [cs@saverahotel.com](mailto:cs@saverahotel.com) by mentioning their folio/DP Id No. Such Form should be duly completed, signed and sent to Mr. R. Balasubramaniam (The Scrutinizer). However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified in serial no.12 above.
15. Form received by fax will be rejected as if reply from Member has not been received unless the original Form is received within prescribed time period.
16. The Form shall be considered invalid on any of the following grounds:
  - a) A Form other than one issued by the Company has been used;
  - b) It has not been signed by or on behalf of the Member;
  - c) Signature on the Form doesn't match the specimen signatures with the Company/the Depositories;
  - d) Neither assent nor dissent is mentioned;
  - e) It is not possible to determine without any doubt the assent or dissent of the Member;
  - f) Any competent authority has given direction(s) in writing to the Company to freeze the voting rights of the Member;
  - g) The envelope containing the Form is received after the last date prescribed;
  - h) The Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant authority;
  - i) It is defaced or mutilated in such a way that its identity as a genuine Form cannot be established;
  - j) Member has made any amendment to the resolution or imposed any condition while exercising his vote.
  - k) The assent or dissent received after the last day specified for receipt of duly completed Form will be treated as if reply from the Member has not been received.
17. The decision of the Scrutinizer on the validity of the Form and any other related matter shall be final.
18. The results declared along with Scrutinizer's report, shall be placed on the Company's website ([www.saverahotel.com](http://www.saverahotel.com)) and on the website of the Central Depository Services (India) Limited (CDSL) ([www.evotingindia.com](http://www.evotingindia.com)) and communicated to the Bombay Stock Exchange Limited, where the shares of the Company are listed.