



March 09, 2018

Compliance Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: 539889	Compliance Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 Scrip Symbol: PARAGMILK
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Dear Sir / Madam,

Subject: Postal Ballot Notice under Section 110 of the Companies Act, 2013

Further to our intimation dated March 01, 2018 informing of the approval of the Board of Directors, in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of the Postal Ballot Notice dated March 01, 2018 along with Explanatory Statement and Postal Ballot Form which are being sent to the Members of the Company whose names appear in the Register of Members/Statement of Beneficial Owners received from the Registrar and Share Transfer Agent, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, March 02, 2018 (Cut-Off Date), seeking their approval as set out in the Notice.

The Company has engaged the services of Karvy Computershare Private Limited ("Karvy") for the purpose of providing Remote E-voting facility to all its Members. The voting through postal ballot and e-voting shall commence from **Sunday, March 11, 2018 (9.00 a.m. IST)** and shall end on **Monday, April 09, 2018 (5.00 p.m. IST)**.

The Postal Ballot Results including e-voting will be announced on Tuesday, April 10, 2018.

The aforesaid information is also available on the website of the Company at www.paragmilkfoods.com

We request you to kindly take the same on record.

For **PARAG MILK FOODS LIMITED**

Rachana Sanganeria
Company Secretary and Compliance Officer
ACS No.: 10280



Encl: a/a

Parag Milk Foods Ltd.,

CIN- L15204PN1992PLC070209

Redg. Office : Flat No.1, Ground Floor, Pratibha Apartment, Nav Rajasthan CHS, Senapati Bapat Road, Behind Ratana Hospital, Pune Pin-411016. Phone: (020) 60308811

Corporate Office: 20th floor, Nirmal building, Nariman point, Mumbai - 400021 Tel.: 022-43005555 Fax: 022-43005580

Website: www.paragmilkfoods.com





Ideas for a new day

PARAG MILK FOODS LIMITED

Corporate Identity Number: L15204PN1992PLC070209

Regd. Office: Flat No.1, Plot No-19, Nav Rajasthan CHS. Shivaji Nagar, Pune - 411016

Tel. No. (020) 60308811 Website: www.paragmilkfoods.com,

Email: investors@paragmilkfoods.com

NOTICE OF POSTAL BALLOT

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

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification thereof for the time being in force), that the following resolutions are proposed to be passed by way of Postal Ballot/Remote E-voting. The Members are requested to send their assent or dissent on these resolutions.

SPECIAL BUSINESS:

1. RE-CLASSIFICATION OF IRIS BUSINESS SOLUTIONS PRIVATE LIMITED (IRIS) FROM PROMOTER CATEGORY TO PUBLIC CATEGORY

To consider and if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Regulation 31A and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”) and other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rules framed there under (including any statutory modifications or re-enactments thereof for the time being in force), subject to the necessary approval from BSE Ltd. (BSE) & National Stock Exchange of India Limited (NSE), the consent of the Members be and is hereby accorded for re-classification of IRIS forming part of the existing Promoter and/or person constituting Promoters Group of the Company, from “Promoter Category” to “Public Category”;

RESOLVED FURTHER THAT the promoter seeking re-classification along with its promoter group entities and person acting in concert do / will not be involved in the management nor hold any controlling stake in the Company and also has neither entered into any Shareholders’ Agreement with the Company nor have they got any Veto Rights or Special Information Rights or Special Rights as to voting power or control of the Company.

RESOLVED FURTHER THAT the outgoing promoter constituting promoter group i.e., IRIS Business Solutions Private Limited (IRIS) seeking re-classification do/will not.

- I. have any special rights through formal or informal agreements.
- II. hold more than 10% of the paid-up capital of the Company.
- III. act as a Key Managerial person for a period of more than three years from the date of Shareholders approval.
- IV. Directly or indirectly, exercise control, over the affairs of the entity.

RESOLVED FURTHER THAT after such re-classification, IRIS Business Solutions Private Limited (IRIS) shall cease to be the promoter and/or part of the promoter group of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs, Stock Exchanges and other concerned authorities.”

2. INCREASE OF INVESTMENT LIMIT BY NON- RESIDENT INDIVIDUALS TO 24% OF THE PAID-UP EQUITY CAPITAL OF THE COMPANY

To consider and if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the applicable provisions of the Foreign Exchange Management Act, 1999, as amended, the Companies Act, 2013, as amended, the Consolidated Foreign Direct Investment Policy Circular of 2017, as amended (“FDI Policy”), the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, as amended (“FEMA”), and all other applicable laws, rules, regulations, guidelines, circulars and notifications (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the approvals, consents, sanctions and permissions of and/or filings with the Government of India, the Foreign Investment Promotion Board, the Reserve Bank of India (“RBI”) and any other appropriate authorities, institutions or bodies as may be necessary and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the concerned authorities while granting such approvals, permissions and sanctions and the like, which may be agreed to by the Board of Directors of the Company including any committee which the Board of Directors has constituted or will constitute to exercise its powers including the power conferred by any resolution, the consent, permission, authority and approval of the Members be and is hereby accorded to permit Non-resident Indian (“NRIs”) (as defined in the Foreign Exchange Management (Deposit) Regulations, 2016) to purchase or acquire under the portfolio investment scheme or any other permissible mode under applicable law, and hold equity shares of the Company, on the recognized stock exchange or in any other manner, up to an aggregate investment limit of 24% (twenty-four per cent) of the paid-up share capital of the Company.

RESOLVED FURTHER THAT any of the Directors, Chief Financial Officer and Company Secretary of the Company be and are hereby jointly or severally authorized to file the requisite forms, application(s), intimations and such other documents as may be required with the Reserve Bank of India or any other authorities, take all necessary steps and actions, give such directions, delegate such authorities and to do all other acts, deeds and things, and execute all documents or writings as may be necessary in this regard.”

Registered Office:

Flat No.1, Plot No-19, Nav Rajasthan CHS.,
Shivaji Nagar, Pune-411016
Tel.: +91-20-60308811
E-mail: investors@paragmilkfoods.com
Website: www.paragmilkfoods.com
CIN: L15204PN1992PLC070209

By Order of the Board
For **Parag Milk Foods Limited**

Rachana Sanganeria
Company Secretary and Compliance Officer

Date : March 01, 2018
Place : Mumbai

Notes:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 in respect of the aforesaid Resolutions set out in the Notice of Postal Ballot is annexed hereto.
2. The Postal Ballot Notice is being sent to the Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, March 02 ,2018. The Postal Ballot Notice along with the Postal Ballot Form is being sent to Members in electronic form to the e-mail IDs registered with their Depository Participant (in case of electronic shareholding)/the Company's Registrar and Transfer Agents ('RTA') (in case of physical shareholding). In case of Members whose e-mail ID is not registered, physical copy of Postal Ballot Notice and Form is being sent by permitted mode along with a postage pre-paid self-addressed Business Reply Envelope ('BRE').
3. Members whose names appear on the Register of Members/ List of Beneficial Owners as on **Friday, March 02 , 2018** ("cut-off date") will be considered for the purpose of voting in proportion to their share in the paid-up Equity Share capital of the Company as on the cut-off date. A person who is not a Member on the cut-off date should treat the Notice for information purpose only.
4. Members cannot exercise votes by proxy on Postal Ballot.
5. Members can opt for only one mode of voting, i.e., either by physical Postal Ballot Form or Remote E-voting. In case Members cast their votes through both the modes, voting done by Remote E-voting shall prevail and votes cast through physical Postal Ballot Form will be treated as invalid.
6. The Board of Directors of the Company ('Board') at its Meeting held on March 01, 2018, has appointed Ms. Dipti Mehta / Ms. Ashwini Inamdar of M/s. Mehta & Mehta, Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot including Remote E-voting process in a fair and transparent manner.
7. Members have the option to vote either by Postal Ballot or through Remote E-voting. 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 enclosed self-addressed prepaid Business Reply Envelope. It may also be deposited personally at the address given thereon. Postal Ballot Form(s), if sent by courier or by registered post/speed post at the expense of the Member(s) will also be accepted.
8. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 5:00 p.m. (IST) on Monday, April 09, 2018 to be eligible for being considered, failing which it will be strictly considered that no reply has been received from the Member.
9. Members desiring to opt for Remote E-voting are requested to read the instructions in the Notes under the section "Voting through Remote E-voting".
10. The Scrutinizer shall submit her report to the Chairman of the Company or any other person authorised by him, after the completion of scrutiny of the Postal Ballot and Remote E-voting. The results of voting by means of Postal Ballot (including Remote E -voting) shall be declared on Tuesday, April 10, 2018, and will be displayed along with scrutinizer's Report at the Registered Office of the Company and communicated to the Stock Exchanges and would also be uploaded on the Company's website : www.paragmilkfoods.com and on the website of Karvy Computershare Private Limited ("Karvy"): <https://evoting.karvy.com>. Last date mentioned for receipt of postal ballot forms, i.e. Monday, April 09, 2018, shall be deemed to be the date of passing of the resolutions, if approved by the requisite majority as provided under the relevant provisions of the Act and the Rules made thereunder.
11. In case a Member is desirous of obtaining Ballot Form in print form /duplicate physical copy of the Postal Ballot, a Member may write to investors@paragmilkfoods.com mentioning their Folio /DP ID and Client ID No. The Company will forward the same along with self-addressed pre-paid postage BRE, duly filled in and signed duplicate Ballot Form should reach the Scrutinizer not later than the date and time 05:00 p.m. (IST) on Monday, April 09, 2018.
12. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
13. Resolutions passed by the members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders. The resolutions, if approved, shall be deemed to have been passed on the last date of voting, that is, Monday, April 09, 2018.
14. Relevant documents referred to in this Postal Ballot Notice and the Statement are available for inspection by the Members at the Company's Registered Office during business hours on all working days i.e. Monday to Friday, from the date of dispatch of this Postal Ballot Notice till Monday, April 09, 2018.

15. As mandated by SEBI, Members holding shares in electronic form are requested to submit their Permanent Account Number (“PAN”) details to their respective Depository Participant(s) and Members holding shares in physical form are requested to submit the PAN details to the Company or its RTA.
16. To support the ‘Green Initiative’, Members who have not registered their e-mail addresses are requested to register the same with the Company’s Registrars and Transfer Agent / Depositories.

17. Voting through Remote E-voting

- (a) In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and sections 108, 110 and other applicable provisions of the Companies Act, 2013 read with the related rules, the Company is pleased to provide Remote E-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of Karvy Computershare Private Limited (“Karvy”) for the purpose of providing Remote E-voting facility to all its Members.
- (b) The Remote E-voting period will commence on Sunday, March 11, 2018 at 09:00 a.m. (IST) and will end at 05:00 p.m. (IST) on Monday, April 09, 2018. During this period, Members of the Company, holding shares either in physical or dematerialised form, as on the cut-off date, that is, Friday, March 02, 2018 may cast their vote electronically. The Remote E-voting module shall be disabled by Karvy thereafter.
- (c) Once the vote on a Resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
- (d) Members are requested to note that the Company is providing facility for Remote E-voting and the business may be transacted through electronic voting system. A Member may avail of the facility at his discretion, as per the instructions provided herein.

1. Instructions for Voting

(A) Remote E-voting:

(1) In case a Member receives an e-mail from Karvy

[For Members whose e-mail addresses are registered with the Company / Depository Participant(s)]:

- a. Launch internet browser by typing the URL: <https://evoting.karvy.com>.
- b. Enter the login credentials (that is, **User ID** and **password**) which are mentioned in the email in the following format:

EVEN (E-voting Event Number)	User ID	Password

The E-Voting Event Number+Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit <https://evoting.karvy.com> or contact toll-free number 1800-3454-001 (from 09:00 a.m. to 06:00 p.m.) for your existing password.

- c. After entering these details appropriately, click on “LOGIN”.
- d. You will now reach Password Change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share you take utmost care to keep your password confidential.**
- e. You need to login again with the new credentials.
- f. On successful login, the system will prompt you to select the E-Voting Event Number for Parag Milk Foods Limited.
- g. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under either “FOR” or “AGAINST” or alternatively, you may partially enter any number under “FOR” / “AGAINST”, but the total number under “FOR” / ”AGAINST” taken together should not exceed your total

shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.

- h. Members holding shares under multiple folios / demat accounts are requested to vote separately for each of their folio / demat account.
- i. Voting has to be done for each item of this Postal Ballot Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED".
- j. You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
- k. A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify.
- l. Once you confirm, you will not be allowed to modify your vote.
- m. Corporate / Institutional Members (that is, other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail id: dipti@mehta-mehta.com with a copy marked to evoting@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."

(2) In case a Member receives physical copy of the Postal Ballot Notice [for Members whose e-mail addresses are not registered with the Company /Depository Participant(s)]:

- a. User ID and initial password - Initial password is provided in Postal Ballot Form in the following format:

EVEN (E-voting Event Number)	User ID	Password

- b. Please follow all steps from Sr. No. (a) to (m) as mentioned above, to cast your vote by electronic means.

(3) OTHER INSTRUCTIONS:

- a. In case of any query, clarification(s) and/or grievance(s), in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.karvy.com> (Karvy Website) or contact :

Mr. Mohd. Mohsin Uddin,
Senior Manager,
M/s Karvy Computershare Private Limited,
Karvy Selenium Tower-B,
Plot No. 31&32 Gachibowli, Financial District,
Nanakramguda, Serilingampally,
Hyderabad - 500 032,
Phone No: 040-67161562 /67161583,
Toll Free No. 1800 345 4001.
Email: evoting@karvy.com / mohsin.mohd@karvy.com

- b. 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).
- c. Members are eligible to cast vote only if they are holding shares as on the cut-off date.

(B) Physical Postal Ballot Form:

- a. Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the Postal Ballot Form duly completed with the Assent (FOR) or Dissent (AGAINST), in the enclosed self-addressed postage pre-paid BRE or send by courier or registered post/speed post at the expense of the Member(s), so as to reach the Scrutinizer, not later than 5:00 p.m. (IST) on Monday , April 09, 2018 to be eligible for being considered for voting, failing which, it will be strictly treated as if no reply has been received from the member.
- b. Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other Form is permitted.

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

ITEM NO. 1

IRIS Business Solutions Private Limited (IRIS) has requested the Company to reclassify it from “Promoter Category” to “Public Category”, pursuant to the provisions of the Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Under these regulations, the entity not desirous to be classified as the promoter of the Company, must submit a request to the Company stating the same, which is to be accepted by the company subject to the approval of the shareholders and concerned stock exchanges, where the shares of the Company are listed and continue to be listed. In reference to the above and taking into consideration the request of IRIS, the Board of Directors in its Meeting held on March 01, 2018 decided and accepted its request to re-classify it as “Public Category”, since the entity is neither involved in the management nor holds any controlling stake in the Company and also the entity has neither entered into any Shareholders’ Agreement with the Company nor have they got any Veto Rights or Special Information Rights or Special Rights as to voting power or control of the Company. Further, in terms of the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, re-classification of promoters requires the approval of the Members of the Company; therefore, the Board of Directors recommends the special resolution as set-out in the Notice for the approval of the Members.

Details of IRIS’s shareholding in the Company is as under:

Sr. No.	Name of applicant under Promoter Group Category	No. of Equity Shares held	% of Shareholding
1.	IRIS Business Solutions Private Limited	23,14,200	2.75
	Total	23,14,200	2.75

The Board of Directors of your Company accordingly recommend the Special Resolution as set out in item no. 1 in the accompanied notice for approval of the Members through postal ballot.

None of the Directors/ Key Managerial Personnel/, of the Company/ their relatives are in any way, concerned or interested in the resolution set out at Item no. 1 of this Postal Ballot, except to the extent of their respective shareholding if any in the Company.

ITEM NO.2

In terms of FEMA and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 and the Consolidated Policy Circular of 2017, Non Resident individuals can acquire and hold up to an aggregate limit of 10% (ten per cent) of the paid up Equity Share capital of an Indian Company. The said FEMA Regulations further provide that the limit of 10% (ten per cent) can be further increased up to 24% (twenty-four per cent), by passing a resolution of the Board, a special resolution to that effect by its Members and followed by necessary filings with the RBI. To facilitate NRI investment in the Company the Board of Directors of the Company has, at its meeting held on March 01, 2018 proposed, subject to the approval of the Members by way of a special resolution, to fix the limit of NRI shareholding in the Company, to 24% (twenty-four per cent) of the paid up equity share capital of the Company.

The Board recommends the special resolution set out at Item No.2 for the approval of the Members of the Company.

None of the Directors/ Key Managerial Personnel/, of the Company/ their relatives are in any way, concerned or interested in the resolution set out at Item no. 2 of this Postal Ballot, except to the extent of their respective shareholding if any in the Company.

Registered Office:

Flat No.1, Plot No-19, Nav Rajasthan CHS.,
Shivaji Nagar, Pune-411016
Tel.: +91-20-60308811
E-mail: investors@paragmilkfoods.com;
Website: www.paragmilkfoods.com
CIN: L15204PN1992PLC070209

By Order of the Board
For **Parag Milk Foods Limited**

Rachana Sanganeria
Company Secretary and Compliance Officer

Date : March 01, 2018
Place: Mumbai



PARAG MILK FOODS LIMITED

Corporate Identity Number: L15204PN1992PLC070209

Regd. Office: Flat No.1, Plot No-19, Nav Rajasthan CHS. Shivaji Nagar, Pune - 411016

Tel. No. (020) 60308811 Website: www.paragmilkfoods.com,

Email: investors@paragmilkfoods.com

POSTAL BALLOT FORM

Sr. No.:

1. Name and Registered Address of the Sole / First named Member

2. Name (s) of the Joint Holder (s) (if any)

3. Folio No. /DP ID*/Client ID* (*Applicable only to Members holding equity shares in dematerialized form)

4. Number of Equity Share(s) held (as on March 02,2018 being the "cut-off date")

I / We hereby exercise my / our vote(s) in respect of the following Special Resolution(s) to be passed through Postal Ballot for the item(s) of Special Business stated in the Postal Ballot Notice dated March 01, 2018, issued by the Company, by conveying my / our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below

Item No.	Brief Description of Resolution	No. of Equity Shares held	FOR	AGAINST
			I/We assent to the Resolution	I/We dissent to the Resolution
1.	Reclassification of IRIS Business Solutions Pvt. Ltd.(IRIS) from Promoter Category to Public Category			
2.	Increase of Investment Limit by Non- Resident Individuals to 24% of the paid-up equity capital of the Company			

Place: _____ Date: _____
 _____ (Signature of Member)
 #E-Mail address _____ #Contact No. _____
 #Optional _____

Particulars for e-voting

Members opting to vote through e-voting, instead of voting through the physical Postal Ballot, may access the e-voting facility through the web link: <https://evoting.karvy.com>. Particulars for e-voting are as under:

EVEN (E-Voting Event Number)	User ID	Password

Facility to exercise vote(s) by means of Postal Ballot, including voting through e-voting will be available during the following period:

Commencement of voting	End of voting
From 09.00 a.m.(IST) on Sunday, March 11, 2018	Up to 05.00 p.m. on Monday, April 09, 2018

The voting will not be allowed beyond 05:00 p.m. (IST) on Monday, April 09, 2018 and the e-voting shall be disabled by Karvy upon expiry of the aforesaid date and time.

Notes:

- Please read the instructions printed overleaf carefully before exercising your vote.
- If the voting rights are exercised electronically, then there is no need to use this Form

Instructions for filling Postal Ballot Form

1. If a Member exercises voting rights through voting by electronic means (“e-voting”), the Postal Ballot Form need not be sent to the Company.
2. Member desirous for exercising vote by physical Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid Business Reply Envelope. The envelope containing Postal Ballot Form, if sent by courier or by Registered Post at the expense of the member will also be accepted. The Postal Ballot Form may also be deposited personally at the address provided on the attached envelope.
3. A Member may vote through e-voting as per “Information and Instructions relating to e-voting” provided in the Postal Ballot Notice sent herewith.
4. The Postal Ballot Form should be completed and signed by the Member as per the specimen signature registered with the Company. In case of joint holding, the same should be completed and signed by the first-named Member and in his / her absence, by the next-named Member.
5. There will be only one Postal Ballot Form for each folio/Client ID irrespective of number of joint Member(s).
6. Corporate / Institutional Members (that is, other than Individuals, HUF, NRI, etc.) opting for physical Postal Ballot are also required to send certified true copy of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer along with the Postal Ballot Form.
7. The consent must be accorded by recording the assent in the column “FOR” and dissent in the column “AGAINST” by placing a tick mark (✓) in the appropriate box.
8. The vote(s) of a Member will be considered invalid inter alia on any of the following grounds:
 - i. Postal Ballot Form other than one issued by the Company is used;
 - ii. if the Member’s signature does not tally;
 - iii. if the Member has put a tick mark (✓) in both the columns, that is, for “Assent” and also for “Dissent” to the resolution in such manner that the aggregate shares voted for “Assent” and “Dissent” exceed the total number of shares held;
 - iv. if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - v. if the Member has made any amendment to the resolution or imposed any condition while exercising his vote;
 - vi. if the Postal Ballot Form is received torn or defaced or mutilated;
 - vii. Any competent authority has given directions in writing to the Company to freeze the voting rights of the Member.
9. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before **5:00 p.m. (IST) on Monday, April 09, 2018**. If any Postal Ballot Form is received after this date and time, it will be strictly treated as if reply from such Member has not been received.
10. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Member / beneficial owner (in case of electronic shareholding) as on Friday, March 02, 2018.
11. A member, including the member who has opted to receive the document electronically may seek duplicate Postal Ballot Form from the registered / corporate office of the Company. However, the duly filled in and signed duplicate Postal Ballot Form should reach the scrutinizer not later than 5:00 p.m. (IST) on Monday, April 09, 2018.
12. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid Business Reply Envelopes. Any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not act on the same.
13. The Vote in this Postal Ballot cannot be exercised through Proxy.
14. The Scrutinizer’s decision on the validity of a Postal Ballot shall be final.
15. Members can opt for only one mode of voting, i.e., either by physical Ballot Form or Remote E-voting. In case Members cast their votes through both the modes, voting done by Remote E-voting shall prevail and votes cast through physical Postal Ballot Form will be treated as invalid