

**CG POWER AND INDUSTRIAL SOLUTIONS LIMITED**  
(Formerly Crompton Greaves Limited)

(CIN : L99999MH1937PLC002641)

**Registered Office:** 6<sup>th</sup> Floor, CG House, Dr. Annie Besant Road, Worli, Mumbai 400 030

**Email:** [investorservices@cgglobal.com](mailto:investorservices@cgglobal.com) **Website:** [www.cgglobal.com](http://www.cgglobal.com)

**Phone:** +91 22 24237777 **Fax:** +91 22 24237733

Name & Registered Address of the Sole/  
First named Member :

Name(s) of the Joint Member(s) if any :

Registered Folio/DP ID\*/Client ID\* :

(\*Applicable to Members holding shares in dematerialised form)

Dear Member(s),

**Sub : Voting through electronic means**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations') and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), the Company is pleased to provide it's Members facility to exercise their right to vote on resolutions proposed to be considered and transacted at the 80<sup>th</sup> Annual General Meeting ('Meeting') by electronic means. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the Meeting ('remote e-voting') will be provided by Central Depository Services (India) Limited ('CDSL').
- II. The facility for voting, either through electronic voting (e-voting) or Ballot Paper shall also be made available at the Meeting and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their voting right at the Meeting.
- III. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on Monday, 18 September 2017 (9:00 am (IST)) and ends on Thursday, 21 September 2017 (5:00 pm (IST)). During this period Members' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. Friday, 15 September 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Friday, 15 September 2017.  
Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Friday, 15 September 2017, may obtain the login ID and password by sending a request at [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com)
- VI. Only a person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories or the Company, as on the cut-off date shall be entitled to avail the facility of remote e-voting as well as voting at the Meeting through e-voting or Ballot Paper. A person who is not a Member of the Company as on the cut-off date should treat this Notice for information purposes only.

<p><b>Sequence No</b> (applicable where in PAN is not updated with the Company / Depository Participant)</p>	
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- VII. The Company has appointed Mr. Manish Ghia (Membership No. FCS6252) of M/s. Manish Ghia & Associates, Practising Company Secretaries (COP No. 3531) as the Scrutinizer to scrutinize the voting process through remote e-voting and voting at the Meeting venue (through e-voting or Ballot Paper) in a fair and transparent manner.
- VIII. The Chairman shall, at the Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of e-voting or Ballot Paper for all those Members who are present at the Meeting but have not cast their votes through the remote e-voting facility.
- IX. The Scrutinizer shall after the conclusion of voting at the Meeting, first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by the Board of Directors, who shall countersign the same and declare the result of the voting forthwith.
- X. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company on or before Tuesday, 26 September 2017 and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by the Board of Directors. The results shall also be immediately forwarded to the Stock Exchanges on which the Company's shares are traded i.e BSE Limited and National Stock Exchange of India Limited.
- XI. Subject to receipt of requisite numbers of votes, the Resolutions shall deem to be passed on date of the Meeting.
- XII. The process and manner for remote e-voting is as under:
- a) Launch internet browser by typing the following URL: *www.evotingindia.com*
  - b) Click on Shareholders/Members
  - c) Now Enter your User ID :
    - For CDSL: 16 digits beneficiary ID
    - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
    - Members holding shares in Physical Form should enter Folio Number registered with the Company
  - d) Next enter the Image Verification as displayed and Click on Login.
  - e) If you are holding shares in dematerialised form and had logged on to *www.evotingindia.com* and voted on an earlier voting of any company, then your existing password is to be used.
  - f) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Dematerialised Form and Physical Form</b>
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> <p>*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 as mentioned overleaf.</p> <p>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 sequence number 1 then enter RA00000001 in the PAN field.</p>
DOB	Enter the Date of Birth in DD/MM/YYYY format as recorded in your Demat Account or in the Company records for the said Demat Account or Folio.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the Member id / Folio in the Dividend Bank details field as mentioned in instruction (c).</p>

- g) After entering these details appropriately, click on “SUBMIT” tab.
- h) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in dematerialised 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 e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- j) Click on the EVSN for **CG POWER AND INDUSTRIAL SOLUTIONS LIMITED**.
- k) 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.
- l) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- m) 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.
- n) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- p) If Demat account holder has forgotten his/her password then Enter the User ID, the image verification code and then click on Forgot Password & enter the details as prompted by the system.
- q) 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 e-mailed 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 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 and e-mailed to the scrutinizer at [scrutinizer@mgconsulting.in](mailto:scrutinizer@mgconsulting.in)
- r) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available under the help section at [www.evotingindia.com](http://www.evotingindia.com) or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on toll free no. 18002005533 or contact Mr. Rakesh Dalvi, Deputy Manager, CDSL, 16<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001.
- XIII. Shareholders can also cast their vote using **CDSL’s mobile app “m-Voting”** available for android based mobiles. The m-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.

