

CG Power and Industrial Solutions Limited

Registered Office:

CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India

T: +91 22 2423 7777 F: +91 22 2423 7733 W: www.cgglobal.com

Corporate Identity Number: L99999MH1937PLC002641



Smart solutions.
Strong relationships.

Our Ref: COSEC/114/2024-25

30th July, 2024

By portal

The Corporate Relationship Department

BSE Limited

1st Floor, New Trading Ring

Rotunda Building,

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai 400 001

Scrip Code : 500093

The Assistant Manager – Listing

National Stock Exchange of India Ltd.

Exchange Plaza, Bandra-Kurla Complex,

Bandra (East),

Mumbai 400 051

Scrip Id : CGPOWER

Dear Sir/Madam,

Sub: Postal Ballot of CG Power and Industrial Solutions Limited ('the Company').

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of the Company is seeking the approval of Members of the Company through Postal Ballot for the proposed resolution as under:

Item No. 1: Appointment of Mr. Amar Kaul (DIN: 07574081) as Managing Director & CEO of the Company for a term of five years with effect from 25th July, 2024 and the terms of remuneration thereof.

In this connection, we enclose a copy of the Postal Ballot Notice dispatched to the Members today.

The Notice of the Postal Ballot is sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email IDs are registered with the Company / Depositories as on Friday, 26th July, 2024.

The voting period will commence from Wednesday, 31st July, 2024 at 09:00 a.m. (IST) and end on Thursday, 29th August, 2024, at 05:00 p.m. (IST).

We request you to take the same on record.

Thanking you.

Yours faithfully,

For CG Power and Industrial Solutions Limited

Sanjay Kumar Chowdhary

Company Secretary and Compliance Officer

Encl: as above



CG POWER AND INDUSTRIAL SOLUTIONS LIMITED

(CIN: L99999MH1937PLC002641)

Registered Office: 6th Floor, CG House, Dr. Annie Besant Road, Worli, Mumbai 400 030

Email: investorservices@cgglobal.com ; Website: www.cgglobal.com

Phone: +91 22 2423 7777; Fax: +91 22 2423 7733

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read together with the Companies (Management and Administration) Rules, 2014 (as amended from time to time), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) (**"SEBI LODR"**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**) and the relaxations and clarifications issued by the Ministry of Corporate Affairs vide General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December 2022 and General Circular No. 9/2023 dated 25th September 2023 and as amended from time to time (collectively the **"MCA Circulars"**) and any other applicable law, rules and regulations, if any, that the proposed Resolution appended below is for the approval of the Members of CG Power and Industrial Solutions Limited (**"the Company"** / **"CG Power"**) through Postal Ballot by way of remote e-voting process (**"remote e-voting"**).

As per the MCA Circulars, the Company is sending Postal Ballot Notice along with e-voting instructions (the **"Notice"**) only by way of e-mail to all its Members who have registered their email addresses with the Company or depository(ies)/ depository participants/Share Transfer Agent (**"RTA"**) and whose names are recorded in the Register of Members of the Company and the communication of assent / dissent of the Members on the Resolution proposed in the Notice will only take place through the remote e-voting system. This Notice is accordingly being issued to the Members in compliance with the MCA Circulars. A detailed explanatory statement setting out the material facts concerning the Resolution and instructions for remote e-voting are also annexed to this Notice for your consideration.

SPECIAL BUSINESS:

Appointment of Mr. Amar Kaul (DIN: 07574081) as Managing Director & CEO of the Company for a term of five years with effect from 25th July 2024 and the terms of remuneration thereof.

1. To consider and if deemed fit, to pass, the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Amar Kaul (DIN: 07574081), who was appointed as Additional Director by the Board of Directors pursuant to Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, with effect from 25th July, 2024, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation, except to the extent necessary to comply with the provisions of the Companies Act, 2013."

RESOLVED FURTHER THAT pursuant to the provisions of Sections 152, 161, 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Articles of Association of the Company, the consent of Members of the Company be and is hereby accorded for appointment of Mr. Amar Kaul as the Managing Director & CEO of the Company for a period of five years with

effect from 25th July 2024 up to 24th July 2029 (both days inclusive), not liable to retire by rotation except to the extent necessary to comply with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) , the consent of the Members be and is hereby accorded for the below mentioned broad terms of remuneration of Mr. Amar Kaul in respect of his aforementioned term of office as the Managing Director & CEO of the Company:

a.	Salary (Basic)	Rs.22,50,000/- per month in the scale of Rs. 22,50,000/- to Rs.50,00,000/-. The increments within the scale would be decided by the Nomination & Remuneration Committee.
b.	Allowances/ Perquisites/ Incentive	(a) Allowances like Leave Travel Allowance, Personal Allowance, Special Allowance, Grade Allowance and/or any other allowance; (b) Perquisites such as furnished/unfurnished accommodation to be provided by the Company or house rent allowance in lieu thereof, reimbursement of medical expenses incurred for self and family, club fees, provision of car(s) and any other perquisites, benefits or amenities; (c) <u>Incentives:</u> As may be approved by the Nomination and Remuneration Committee from time to time. Incentive (at 100% level) not exceeding 35% of annual pay (Annual Pay includes salary, perquisites, allowances, incentives & retiral benefits); and <u>High Performance Incentive:</u> As may be approved by the Nomination and Remuneration Committee from time to time. High Performance incentive (at 100% level) not exceeding 35% of Annual Pay (Annual Pay includes salary, perquisites, allowances, incentives & retiral benefits); (d) The allowances and perquisites shall not exceed 150% of the salary.
c.	Retirement benefits	(a) Contribution to Provident Fund, Superannuation Fund and Gratuity as per rules of the Fund/Scheme in force from time to time. (b) Encashment of leave as per rules of the Company in force from time to time.
d.	General	(a) In the event of absence or inadequacy of profits in any financial year, Mr. Amar Kaul shall be entitled to such remuneration as may be determined by the Board, which shall not, except with the approval of the shareholders, exceed the limits prescribed under the Companies Act, 2013 and the Rules made thereunder or any statutory modification or re-enactment thereof. (b) Perquisites shall be valued in terms of income-tax rules or actual expenditure incurred by the Company in providing the benefit or generally accepted practice as is relevant. Provision of telephone (including at residence) shall not be reckoned as perquisite. (c) The aggregate remuneration (including salary, allowances, perquisites, incentives /commission and retirement benefits) for any financial year shall be subject to an overall ceiling of 5% of the net profits of the Company for that financial year computed in the manner prescribed under the Companies Act, 2013. (d) Mr. Kaul will not be entitled to any sitting fees for attending meetings of the Board or any Committee thereof.

		(e) Mr. Kaul will be entitled for grant of stock options under Employee Stock Option Scheme(s), if any. (f) Mr. Kaul will be subject to all other service conditions as applicable to any other employee of the Company. He will not be entitled for severance fee or other compensation for any loss of office.
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RESOLVED FURTHER THAT the Board of Directors, on the recommendation of Nomination and Remuneration Committee of the Company, be and are hereby authorised to alter/vary the terms and conditions and/or revise the remuneration package of Mr. Amar Kaul, Managing Director & CEO of the Company, from time to time as and when necessary, within the overall limits approved by the Members as per the details mentioned in the resolution above.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to finalize and execute any document(s)/ deed(s)/ writing(s)/ paper(s)/ agreement(s) and generally to do all such acts, deeds, matters and things, including but not limited to delegation of all or any of the above powers to any Committee of the Board of Directors or any Director(s) / Official(s) of the Company that may be deemed necessary, proper, expedient or incidental, in its absolute discretion for the purpose of giving effect to this Resolution.”

By Order of the Board
For CG Power and Industrial Solutions Limited

Sanjay Kumar Chowdhary
Company Secretary
Membership No.: ACS 12878
Mumbai, 24th July, 2024

NOTES:

- (a) The explanatory statement pursuant to Section 102(1) and Section 110 of the Companies Act, 2013 (“**Act**”) read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts is annexed hereto and forms part of the Postal Ballot Notice (“**Notice**”).
- (b) In accordance with the provisions of the Act and the relaxations and clarifications issued by the Ministry of Corporate Affairs vide General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December 2022 and General Circular No. 9/2023 dated 25th September 2023 and as amended from time to time (collectively the “**MCA Circulars**”), the Notice is being sent in electronic form only by email to those Members whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (“**NSDL**”)/ Central Depository Services (India) Limited (“**CDSL**”) and Registrar and Share Transfer Agent of the Company i.e. Datamatics Business Solutions Limited (“**RTA**”) as on Friday, 26th July 2024 (“**Cut-Off Date**”) and who have or will register their email address with their Depository Participant(s) (“**DPs**”) or with RTA in accordance with the process outlined in this Notice.
- (c) Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on the Cut-Off date. Only those Members whose names are appearing in the Register of Members/ List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.
- (d) In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act, as amended, read together with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the “**SEBI LODR**”), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India, MCA Circulars, the Company is providing the remote e-voting facility to its Members. The Company has engaged the services of NSDL to provide remote e-voting facility to enable the Members to cast their votes electronically (hereinafter referred to as the “**remote e-voting**”). In accordance with the MCA Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the members would take place through the process of remote e-voting only.
- (e) Members may also note that the Postal Ballot Notice will also be available for download on the Company’s website www.cgglobal.com and on the website of stock exchanges (where the shares of the Company are listed i.e. the BSE Limited and the National Stock Exchange of India Limited) and also on the website of the NSDL i.e. www.evoting.nsdl.com.
- (f) The remote e-voting period commences on Wednesday, 31st July 2024 at 9:00 a.m. and ends on Thursday, 29th August 2024 at 5:00 p.m. The remote e-voting module shall be disabled for voting thereafter. During this period, the Members of the Company holding shares in physical or electronic form, as on the Cut-Off Date may cast their vote by electronic means in the manner and process as mentioned in this Notice. Once the vote is cast by the Member, the Member shall not be allowed to change it or cast the vote again.
- (g) The Board of Directors of the Company has appointed Mr. Prashant S. Mehta (Membership No. ACS 5814), Proprietor of M/s. P. Mehta & Associates, Practicing Company Secretaries (C.P. No. 17341), as the Scrutinizer for conducting the Postal Ballot through remote e-voting process, in a fair and transparent manner.
- (h) The Scrutinizer will submit his report to the Chairman/Managing Director & CEO/Company Secretary of the Company after completion of the scrutiny of the remote e-voting. The Scrutinizer’s decision on the validity of votes cast will be final. The results of the Postal Ballot will be announced by the Chairman/ Managing Director & CEO/ Company Secretary of the Company on or before Monday, 2nd September 2024 i.e. not later than 2 working days from the conclusion of remote e-voting at the registered office of the Company.
- (i) The result of the Postal Ballot along with the Scrutinizer’s Report will be placed on the Company’s website www.cgglobal.com and also on the website of NSDL at www.evoting.nsdl.com and shall be communicated to the Stock Exchanges where the Company’s shares are listed. The result of the Postal Ballot will also be displayed at the registered office of the Company.
- (j) The Resolution, if approved by the requisite majority of Members, shall be deemed to have been passed on the last date of remote e-voting, i.e. Thursday, 29th August, 2024.

- (k) Members seeking inspection of relevant documents referred to in this Notice and the Explanatory Statement under Section 102 of the Act may send an email to investorservices@cgglobal.com from their registered e-mail addresses upto the last date of remote e-voting i.e. Thursday, 29th August 2024 mentioning their name, Folio no. / Client ID and DP ID and the documents they wish to inspect.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FORMING PART OF THIS POSTAL BALLOT NOTICE

ITEM NO. 1:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its Meeting held on 8th July 2024 had approved the appointment of Mr. Amar Kaul as an Additional Director in the capacity of Managing Director & CEO with effect from 25th July 2024. Further, the Board had approved his appointment as Managing Director & CEO of the Company for a period of five years with effect from 25th July 2024 upto 24th July 2029 (both days inclusive), not liable to retire by rotation, except to the extent necessary to comply with the provisions of the Act, subject to the approval of the Members of the Company.

In terms of Regulation 17(1C) of the SEBI LODR, the Company is required to obtain approval of Shareholders for the appointment of a Director at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, hence the matter is being circulated for E-voting by means of Postal Ballot. The Company has in accordance with Section 160 of the Companies Act, 2013 received a notice in writing from a Member proposing candidature of Mr. Amar Kaul for the office of the Director of the Company.

Mr. Amar Kaul has provided necessary consents and disclosures to the Company. He has also confirmed that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 (2) of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company.

Mr. Amar Kaul has over 30 plus years of total work experience, having led global workforce across geographies and industry sectors. His expertise lies in strategy, global operations, product management and product development, Go to market strategy.

Mr. Kaul was in the executive leadership position leading EMEA (Europe, Middle East, India and Africa) region for compression systems & services in Ingersoll-Rand. He also served as the Chairman and Managing Director of Ingersoll-Rand (India) Limited, a listed Company in India. Prior to this, he held senior leadership positions in Bharat Forge Ltd. and Delphi Corporation.

Mr. Amar Kaul has proven ability to strategize, execute and manage high growth P&L and foster innovation across Engineering, Capital Goods sector, Automotive Industry, sectors that are important to CG Power. Mr. Amar Kaul holds a B. Tech (Mechanical Engineering) from G.B. Pant University and MS Degree (Engineering Business Management) from Warwick University in U.K., Executive Leadership Program from Stanford University.

In view of the above and in terms of the applicable provisions of the Act, Mr. Amar Kaul is proposed to be appointed as the Managing Director & CEO of the Company, not liable to retire by rotation except to the extent necessary to comply with the provisions of the Act, for a period of five years i.e. from 25th July 2024 up to 24th July 2029 (both days inclusive) on the terms and conditions as set out in the Resolution.

Other details of Mr. Amar Kaul as stipulated under Regulation 36 of the SEBI LODR and SS-2 are provided in the Annexure to this Explanatory Statement.

The Board of Directors recommends the Ordinary Resolution at Item No. 1 of this Notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives, are in any way, financially or otherwise, concerned or interested in the said Ordinary Resolution as set out at Item No. 1 of the accompanying Notice, except Mr. Amar Kaul, being an appointee. Mr. Amar Kaul is not related to any Director or Key Managerial Personnel of the Company.

**By Order of the Board
For CG Power and Industrial Solutions Limited**

Sanjay Kumar Chowdhary
Company Secretary
Membership No.: ACS 12878
Mumbai, 24th July, 2024

ANNEXURE TO ITEM NO. 1 OF THE NOTICE OF POSTAL BALLOT

Details of Director seeking appointment pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India.

Name of the Director	Mr. Amar Kaul
DIN	07574081
Nationality	Indian
Date of First Appointment on the Board of Directors	25 th July 2024 as an Additional Director in the category of Managing Director & CEO of the Company.
Age	54 years
Qualifications	Mr. Amar Kaul holds a B. Tech (Mechanical Engineering) from G.B. Pant University and MS Degree (Engineering Business Management) from Warwick University in U.K., Executive Leadership Program from Stanford University.
Capacity	Managing Director & CEO
Experience and expertise in Specific Functional Areas	Mr. Amar Kaul has over 30 plus years of total work experience, having led global workforce across geographies and industry sectors. His expertise lies in strategy, global operations, product management and product development, Go to market strategy.
List of Directorships held in other companies including the companies from which he has resigned in the past three years	Directorship in other companies: Nil Names of listed entities from which the Director has resigned in the past 3(three) years: Ingersoll-Rand (India) Limited.
Membership/ Chairmanship in the Committees of the Boards of companies in which he/she is a Director	Nil
Terms and Conditions of appointment/ re-appointment	As set out in the Resolution.
Details of remuneration sought to be paid	As set out in the Resolution.
Last drawn remuneration	Not Applicable
Number of Meetings of Board attended during the year	Not Applicable
Number of shares held in the Company including shareholding as a Beneficial Owner	Nil
Justification for choosing the individual for appointment as an Independent Director	Not Applicable
Relationship with other Directors/ KMPs	Not related to any Director/ Key Managerial Personnel of the Company.

By Order of the Board
For CG Power and Industrial Solutions Limited

Sanjay Kumar Chowdhary
Company Secretary
Membership No.: ACS 12878
Mumbai, 24th July, 2024

COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS

1. The e-Voting period will commence from 9:00 a.m. (IST) on Wednesday, 31st July 2024 and end at 5:00 p.m. (IST) on Thursday, 29th August 2024. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled thereafter.
2. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on Friday, 26th July 2024 (“**Cut-Off date**”), may cast their vote through remote e-voting.
3. Mr. Prashant S. Mehta (Membership No ACS 5814), Proprietor of M/s. P. Mehta & Associates, Practicing Company Secretaries (C.P. No. 17341), has been appointed as the Scrutinizer to scrutinize the Postal Ballot process through remote e-voting in a fair and transparent manner.

E-VOTING PROCESS

In compliance with Sections 108, 110 and other applicable provisions of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI LODR and SS - 2, as amended from time to time, the Company is pleased to provide remote e-Voting facility to all its Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL for the purpose of providing remote e-Voting facility to all its Members. The instructions for remote e-Voting are as under:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to the NSDL e-voting system

A) Login method for e-voting for individual shareholders holding securities in demat mode

In terms of SEBI Circular dated 9th December 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants (DPs). Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Login method for individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL, Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting

	page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon and New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login and New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at toll-free number 1800 22 55 33.

- A) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password / OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical form.	EVEN Number followed by Folio Number registered with the Company For example, if Folio Number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to log in and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
 - i. If your email ID is registered in your demat account or with the Company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit Client ID for your NSDL account, or the last 8 digits of your Client ID for CDSL account or Folio Number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

- ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details / Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?” (If you hold shares in physical form) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by the aforesaid two options, you can send a request to evoting@nsdl.com mentioning your demat account number/Folio Number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, the homepage of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to acs.pmehta@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolution set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to cginvestors@datamatics.bpm.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to investorservices@cgglobal.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI Circular dated 9th December 2020, on e-Voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.