

CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED

Registered Office: No. 14, Rajiv Gandhi Infotech Park, Hinjawadi Phase-III, MIDC-SEZ, Village Man, Taluka Mulshi, Pune-411 057 Maharashtra, India

CIN: U85110PN1993PLC145950; E-mail: cgcompanysecretary.in@capgemini.com;

Website: https://www.capgemini.com/in-en/what-we-do/group-overview/capgemini-technology-services-india-limited-

formerly-known-as-igate-global-solutions-limited/

Telephone: +91-20-66991000; Fax: +91-20-66995050

NOTICE OF POSTAL BALLOT

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

Dear Shareholders,

NOTICE IS HEREBY GIVEN pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof or the time being in force (the "**Rules**") and the General Circular No. 14/2020 dated 08 April 2020 read with General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 22/2020 dated 15 June 2020, in relation to "*Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19*" issued by the Ministry of Corporate Affairs (the "**MCA Circulars**") and other applicable laws and regulations, to consider and if thought fit to pass the resolution set out here in below as a special resolution by way of a Postal Ballot.

The proposed Special Resolution along with the Explanatory Statement setting out material facts as required in terms of Section 102 of the Act, read with the Rules, the MCA Circulars and other applicable legal provisions are appended below seeking consent of the Members of the Company through remote e voting.

Due to difficulties faced by the Company in dispatching the Notice along with the Explanatory Statement and Postal Ballot form by post or courier, on account of the threat posed by the COVID-19 pandemic and as permitted under the MCA Circulars, the Company is sending this Notice in electronic form only. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the Company has extended only the remote e-voting facility for its Members to enable them to cast their votes electronically. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. The instructions for remote e-voting are appended to the Notice. Assent or dissent of the Members on the Special Resolution mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circulars.

You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (**FOR**) or dissent (**AGAINST**) through the remote e-voting process not later than 5:00 P.M. IST on Thursday, 10 September 2020, failing which it will be strictly considered that no reply has been received from the Member.

The Company has appointed Mr. Shailesh Indapurkar of Shailesh Indapurkar & Associates, Company Secretaries having office address at Radha Ramkrishna Society, Flat No. 5, 1st Floor, 1626, Sadashiv Peth, Gopal Gayan Samaj Road, Pune 411 030, as the Scrutinizer for conducting the Postal Ballot voting process in accordance with the Act in a fair and transparent manner.

After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman of the Company, or a person authorized by the Chairman. The results of Postal Ballot shall be declared as per the statutory timelines. The results along with the Scrutinizer's report will also be posted on websites of the Company.

The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified for remote evoting i.e. Thursday, 10 September 2020.

SPECIAL BUSINESS:

RESOLUTION NO. 1:

APPROVAL TO PROVIDE FOR MONEY AND/OR LOAN/FINANCIAL ASSISTANCE TO EMPLOYEES TO SUBSCRIBE TO CAPGEMINI SE EMPLOYEE STOCK OWNERSHIP PLAN, 2020

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

"RESOLVED THAT pursuant to the provisions of Section 67 of the Companies Act, 2013 (the "Act"), read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions of the Act and the Rules made thereunder, if any (including any amendments or modifications thereto or re-enactment thereof for the time being in force), the Memorandum of Association and Articles of Association of the Company, guidelines and regulations issued by the Reserve Bank of India or any other regulatory or governmental authority and any other applicable laws for the time

being in force, approval of the Members be and is hereby accorded to the Company to provide for money and/or to provide interest-free loan/financial assistance to its employees (other than directors and key managerial personnel), not exceeding 5% of the aggregate of the paid-up share capital and free reserves of the Company, to enable the employees to subscribe to Capgemini SE shares through participation in the Employee Stock Ownership Plan 2020 ("**CAPGEMINI ESOP 2020**") of Capgemini SE (the Company's ultimate parent company incorporated in France)."

"RESOLVED FURTHER THAT the participation by employees of the Company in CAPGEMINI ESOP 2020 shall be made through the ESOP Leverage P 2020 compartment of the ESOP Capgemini FCPE, which has been set up by Capgemini SE in France for the implementation of CAPGEMINI ESOP 2020."

"RESOLVED FURTHER THAT for the purpose of giving effect to these resolutions, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to implementation of CAPGEMINI ESOP 2020 at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of these resolutions."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things, as it may, at its discretion, deem necessary including authorising or directing the appointment of various experts, professionals, and other advisors, being incidental to the effective implementation and administration of CAPGEMINI ESOP 2020, as also to prefer applications, send communications to the appropriate authorities under law, and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary in this regard and to delegate all or any powers conferred herein to a Committee of the Board of Directors with power to further delegate such powers to any executives/officers of the Company."

Place: Mumbai Date: 4 August 2020 By order of the Board of Directors For Capgemini Technology Services India Limited

Registered Office: Plot No.14, Rajiv Gandhi Infotech Park, Hinjewadi Phase-III, MIDC-SEZ, Village Man, Taluka Mulshi Pune 411057 Armin Billimoria Company Secretary

NOTES AND INSTRUCTIONS:

- 1. The Explanatory Statement pursuant to Sections 67 and 102 of the Companies Act, 2013 read together with Rule 16 of the Companies (Share Capital and Debenture) Rules, 2014 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons for the proposed Special Business is annexed.
- 2. In accordance with the MCA Circulars, the Notice of the Postal Ballot has been sent only by email to all the Members whose names appear in the Register of Members as on 31 July 2020, i.e. cut-off date, which will be considered for the purpose of remote voting. Voting rights shall be reckoned based on paid-up value of the shares registered in the names of the Members as on 31 July 2020.
- 3. In accordance with the MCA Circulars, due to non-availability of postal and courier services, on account of the threat posed by the COVID-19 pandemic situation, the Company is sending this Notice electronically to all the Members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company's Registrar and Transfer Agent i.e., KFin Technologies Private Limited ("KFin"), and express its inability to dispatch hard copies of the Notice along with Postal Ballot form and postage prepaid self-addressed business reply envelope to the Members whose email addresses are not registered. To facilitate that such Members are able to cast their votes electronically and receive future notices from the Company electronically, the Company has made special arrangement with its Registrar & Transfer Agent i.e., KFin, for registration of email addresses in terms of the MCA Circulars. The process for registration of email addresses is as under:

- a. In light of the MCA Circulars, Members who have not registered their email addressed with the Company and in consequence could not receive the remote e-voting notice may temporarily get their email address registered with the KFin, at the following website/page: https://karisma.kfintech.com/emailreg and following the registration process as provided thereat. Post successful registration of the email address, the member would receive a soft copy of the Notice and the procedure for remote e-voting along with the user ID and password to enable remote e-voting for this Postal Ballot. In case of any queries, Members may write to: einward.ris@kfintech.com.
- b. It is clarified that for permanent registration of email address, Members are requested to register their email addresses, in respect of electronic holdings with their concerned depository participants and in respect of physical holdings with KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, India by following due procedure. In case of any queries, Members may write to: einward.ris@kfintech.com.
- c. Those Members who have already registered their email addresses are requested to keep their email addresses updated and validated with their depository participants/ KFin to enable servicing of notices and documents electronically to their email address.
- 4. A member cannot exercise his vote by proxy on Postal Ballot. All Members are requested to cast their votes only through remote e-voting as per the procedure provided herein.
- 5. A resolution passed by the Members through Postal Ballot is deemed to have been passed as if they have been passed at a General Meeting of the Members.
- 6. All the documents referred to in the Explanatory Statement will be available for inspection at the Registered Office of the Company between 10.00 a.m. to 5.00 p.m. Monday to Friday except for any intervening public holiday and considering the threat posed by the COVID-19 pandemic, documents will also be uploaded on the website of the Company.
- 7. This Notice is also hosted on the website of the Company and will remain on the website https://www.capgemini.com/in-en/what-we-do/group-overview/capgemini-technology-services-india-limited-formerly-known-as-igate-global-solutions-limited/ and KFin's e-voting website: https://evoting.karvy.com till the last date specified for remote e-voting.
- 8. The Members may contact Mr. Anandan K, Manager, Kfin Technologies Private Limited at <u>einward.ris@kfintech.com</u> <u>or evoting@karvy.com</u>and Ms. Armin Billimoria, Company Secretary, at armin.billimoria@capgemini.com to address the grievances connected with respect to e-voting for Postal Ballot.
- 9. The voting period commences from 9 a.m. (IST) on Wednesday, 12 August 2020 and ends at 5 p.m. (IST) on Thursday, 10 September 2020. During this period, the Members of the Company, holding shares as on the cut-off date of Friday, 31 July 2020 may cast their vote. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. Voting shall not be allowed beyond the aforementioned date and time.
- 10. The Scrutinizer will submit his report to the Chairman of the Company, or any person duly authorized by him after completion of the scrutiny of votes cast. The Chairman or any Director or any other person authorized by the Chairman shall declare the results of the Postal Ballot as per the statutory timelines. The results along with the Scrutinizer's report will also be posted on websites of the Company i.e., https://www.capgemini.com/in-en/what-we-do/group_overview/capgemini-technology-services-india-limited-formerly-known-as-igate-global-solutions-limited/. The Resolution will be taken as passed if the results of the Postal Ballot through e-voting indicate that the requisite majority of the Members had assented to the Resolution. As indicated earlier, the results will be published on the notice board at the registered office of the Company and the website of the Company.
- 11. Instructions for e-voting are provided separately and annexed to this Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (THE 'ACT") FORMING PART OF THE NOTICE SETTING OUT MATERIAL FACTS RELATING TO CAPGEMINI SE EMPLOYEE STOCK OWNERSHIP PLAN 2020 ("CAPGEMINI ESOP 2020"), AND FOR PROVIDING MONEY AND/OR LOAN/FINANCIAL ASSISTANCE TO EMPLOYEES OF THE COMPANY TO SUBSCRIBE TO CAPGEMINI ESOP 2020

In accordance with Section 102 of the Companies Act, 2013 read with the Rules made thereunder, the following statement contains all the material facts relating to the Special Business, as set out in Resolution no. 1 of this Notice.

<u>Item No. 1</u>

Stock plans, including the employee stock ownership plan ("**ESOP**"), have long been recognised internationally as an effective instrument to align the interest of employees with those of a company and its shareholders, providing an opportunity to employees to share the growth of the company, and to create long term wealth in the hands of employees. It creates a sense of ownership between the company and its employees, paving the way for a unified approach to the common objective of enhancing overall shareholders value. It is, therefore, appropriate to consider the CAPGEMINI ESOP 2020 for the employees of the Company.

DISCLOSURES/MAIN FEATURES OF CAPGEMINI ESOP 2020 PURSUANT TO THE ACT AND RULES ARE:

1. Brief Description of CAPGEMINI ESOP 2020

Capgemini SE, a company incorporated under the laws of France (hereinafter referred to as "**Capgemini SE**"), at the global group level, has proposed implementation of CAPGEMINI ESOP 2020 whereby employees of Capgemini group will have the right to subscribe to the shares of Capgemini SE, as employees of the group through the ESOP Leverage P 2020 compartment of the ESOP Capgemini FCPE. Employees will be able to make reservations to CAPGEMINI ESOP 2020 in accordance with the terms of the scheme documentation of CAPGEMINI ESOP 2020.

CAPGEMINI ESOP 2020 will be available in 26 countries covering around 97% of Capgemini Group's total number of employees. This evolution is due to Capgemini Group's commitment to associate its employees in the long term with the Group's development and share performance, and to maintain a high level of employee shareholding ownership in Capgemini.

Capgemini SE, being the ultimate parent company of your Company, will provide an opportunity to the employees to subscribe to the shares of Capgemini SE, which is listed on Euronext Paris stock exchange.

CAPGEMINI ESOP 2020 provides for a purchase of units in ESOP Leverage P 2020 compartment of the ESOP Capgemini FCPE, which will invest in Capgemini SE shares. Employees will be issued units of the FCPE corresponding to the amount they subscribe. The offering of shares to FCPE will be pursuant to a share capital increase by Capgemini SE reserved for the employees of the Capgemini Group.

Detailed particulars of benefits which will accrue to the participating employees from implementation of CAPGEMINI ESOP 2020: CAPGEMINI ESOP 2020 will offer employees: (a) discount @ 12.5% on the reference price of Capgemini SE share, (b) guarantee on the personal investment in euro by the employee, and (c) Leverage mechanism effect at the end of the holding period or earlier in case of an early release event. Further details are stated in the scheme documentation.

Under CAPGEMINI ESOP 2020, as is the case with other Indian participating Capgemini group companies, your Company will provide for money and/or loan/financial assistance to the employees to subscribe to Capgemini SE shares. Pursuant to Section 67(3) of the Companies Act, 2013, no public company shall give, whether directly or indirectly and whether by means of a loan, guarantee, the provision of security or otherwise, any financial assistance for the purpose of, or in connection with, a purchase or subscription made or to be made, by any person of or for any shares in the company or in its holding company unless *inter alia* the same is approved by the Company through a special resolution.

2. <u>Class of Employees for whose benefit CAPGEMINI ESOP 2020 is being implemented; Loan/finance facility/assistance being provided to employees to subscribe to shares; Other related matters</u>

2.1 <u>Eligible Employees</u>. All employees of your Company are eligible to participate in CAPGEMINI ESOP 2020 provided they have completed the stipulated employment period as set out in the scheme documentation of CAPGEMINI ESOP 2020. However, the loan assistance for subscribing the shares under Capgemini ESOP 2020 shall not be available to directors or key managerial personnel of the Company.

- 2.2 <u>Reservation/Revocation Periods.</u> Details of the reservation/subscription period are stated in the scheme documentation of CAPGEMINI ESOP 2020. All eligible employees who wants to participate shall submit their subscription orders within the timeline as specified therein. Employees would have the right to revoke their subscription orders during the revocation period. Upon expiration of revocation period, outstanding orders of employees will become final and binding.
- 2.3 <u>Subscription Price or Pricing Formula</u>. Firstly, a reference price will be calculated based on an average price of Capgemini SE share traded at the Euronext Paris stock exchange over 20 consecutive trading days (tentatively from 8 October to November 4, 2020). Once, the reference price is known, the subscription price will be equal to the reference price less a 12.5% discount. Subscription Price will be announced by Capgemini SE on or around November 5, 2020.
- 2.4 <u>Subscription Limits</u>. During the reservation/subscription period, employees will be able to submit their subscription orders to subscribe to Capgemini SE shares for a maximum of 2.5% of their estimated gross annual salary for 2020. In case the employees were unable to subscribe during the reservation/subscription period, they may still subscribe during the subscription/revocation period wherein the subscription order shall be limited to 0.25% of the employee's estimated annual gross salary for 2020. The minimum subscription amount is INR 8,000. In any event, the total value of shares to be subscribed by the employees of the Company along with the money and/or loan/financial assistance provided by the Company will not exceed 5% of the aggregate of paid up share capital and free reserve of the Company.
- 2.5 <u>Payment Methods</u>. Employees may subscribe by the following two payment methods: (a) deduction by single disbursement from their monthly salary for December 2020, or (b) by availing the finance facility/assistance offered by your Company and repayment thereof in four (4) equal monthly installments deducted from the employee's salary commencing December 2020. The choice of payment method will need to be indicated by employees in the reservation/subscription form.
- 2.6 <u>Amount of loan/financial assistance to be provided to employees for subscription, its tenure, repayment terms, etc.</u> Upon specific request of an employee, your Company will offer loan/financial facility/assistance for the full subscription price. Such financing, if opted, would be in the form of short-term 'interest-free' loan, which would be repayable/recoverable from the employee over a period of four (4) months through equal monthly payroll deductions.
- 2.7 <u>Lock-Up Period</u>. Under CAPGEMINI ESOP 2020, employees' investment will be subject to a 5-year lock-up period during which employees will not be able to redeem their investment in the FCPE, except in certain early release events.

3. Dividends

Employees will not receive any dividends under CAPGEMINI ESOP 2020.

4. Whether the Scheme is to be implemented and administered through a Trust

Employees' shares will be subscribed and held on their behalf by a collective shareholding vehicle, known as ESOP Leverage P 2020 compartment of the ESOP Capgemini FCPE(FCPE), which is a regulated by The Autorité des Marchés Financiers ("AMF") vehicle created in 2009 aimed at enabling employees to collectively own shares of their company. It will be managed by an external professional company, Amundi, subject to AMF control, acting on behalf and in the interest of employee unitholders. CACEIS Bank will be entrusted with the assets of the FCPE, which is independent from and unaffiliated with Capgemini SE. Such FCPEs are commonly used in France for the custody of shares held by employee-investors. The subscription to Capgemini SE shares will be made by the FCPE, acting on employees' behalf. Employees will be issued units of the FCPE corresponding to the amount of their subscription. FCPE will in turn subscribe to Capgemini SE shares and hold them on behalf of the subscribing employees. For each amount invested corresponding to the subscription price of one share, employees will receive one unit of the FCPE. The units of FCPE will not be listed on a stock exchange and are not transferable to a third party. The units can be redeemed only in the manner provided under CAPGEMINI ESOP 2020.

5. Details about who would exercise and how the voting rights in respect of the units/ shares to be purchased or subscribed under CAPGEMINI ESOP 2020 would be exercised

Voting rights attached to Capgemini SE shares will be exercised by the Supervisory Board of the FCPE, on behalf of the employees.

6. Valuation, Disclosure and Accounting Policies

Your Company will comply with all the requirement of valuation, disclosure and accounting policies as applicable under the existing laws and as amended from time to time.

7. <u>Particulars of CAPGEMINI ESOP 2020 trust and name, address, occupation and nationality of trustees and their relationship with the promoters, directors or key managerial personnel</u>

The concept of Trust/Trustee does not exist under the French Law; Hence, details of the depository are being furnished.

Name and address of Depository: CACEIS Bank, 1-3, place Valhubert - 75013 Paris, France.

Name of the trustees, address, occupation, nationality: Not Applicable

Relationship of Depository with promoters, KMP and promoters: CACEIS Bank is an independent company and unaffiliated with Capgemini SE.

None of the employees of your Company are or would be associated as a depository of the ESOP Leverage P 2020 compartment of the ESOP Capgemini FCPE. None of the depository/managing persons of the ESOP Leverage P 2020 compartment of the ESOP Capgemini FCPE are disqualified as stated in Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014.

8. <u>Any interest of key managerial personnel, directors or promoters in CAPGEMINI ESOP 2020 or Trust and effect thereof</u>

None of the directors, key managerial personnel of the Company and their relatives are, concerned or interested, in these resolutions, except to the extent of their respective shareholdings, if any, in Capgemini SE under any of the previous ESOP plans and/or number of units/shares which they may agree to subscribe pursuant to CAPGEMINI ESOP 2020.

Pursuant to Section 67 of the Companies Act, 2013, CAPGEMINI ESOP 2020 requires approval of the shareholders by special resolution to provide for money and/or loan/financial assistance to employees to subscribe to CAPGEMINI ESOP 2020, which is proposed in item no. 1 of this Notice.

Relevant disclosures, as required under Section 67 read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 are covered by the aforesaid Explanatory Statement.

The full scheme documentation (Employee Information Brochure, the Key Investor Information Document ("KIID") "ESOP Leverage P 2020" compartment of the "ESOP CAPGEMINI" FCPE) is available at the registered office and on website of the Company for inspection of the Members.

None of the Directors, key managerial personnel of the Company and their relatives are, concerned or interested, in the resolution, except to the extent of their respective shareholding, if any, in Capgemini SE under any of the previous ESOPs and number of units/shares which they may agree to subscribe pursuant to CAPGEMINI ESOP 2020.

The Board recommends the special resolution set out in item No. 1 of the Notice for approval by Shareholders through Postal ballot.

This Notice does not constitute an offer or invitation or solicitation of an offer of securities to the Members of the Company or public within or outside India other than as set out in the documentation for CAPGEMINI ESOP 2020.

Place: Mumbai Date: 4 August 2020 By order of the Board of Directors For Capgemini Technology Services India Limited

Registered Office: Plot No.14, Rajiv Gandhi Infotech Park, Hinjewadi Phase-III, MIDC-SEZ, Village Man, Taluka Mulshi Pune 411057 Armin Billimoria Company Secretary



CAPGEMINI TECHNOLOGY SERVICES INDIA LIMITED

Registered Office: No. 14, Rajiv Gandhi Infotech Park, Hinjawadi Phase-III, MIDC-SEZ, Village Man, Taluka Mulshi, Pune-411 057 Maharashtra, India CIN: U85110PN1993PLC145950; E-mail: cgcompanysecretary.in@capgemini.com Website: https://www.capgemini.com/in-en/what-we-do/group-overview/capgemini-technology-services-india-limitedformerly-known-as-igate-global-solutions-limited/ Telephone: +91-20-66991000; Fax: +91-20-66995050

NOTES/INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS:

The instructions for e- voting are as follows:

- a. Log on to the e-voting platform: <u>http://evoting.karvy.com</u>
- b. Enter the login credentials i.e., user id and password mentioned below this communication. Your Folio No / DP ID / Client ID will be your user ID.
- c. After entering the details appropriately, click on LOGIN.
- d. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, e-mail etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- e. You need to login again with the new credentials.
- f. On successful login, the system will prompt you to select the EVENT i.e., Capgemini Technology Services India Limited.
- g. On the voting page, enter the number of shares as on the cut-off date, 31 July 2020 under FOR / AGAINST, alternatively you may enter partially any number in FOR and partially in AGAINST but the total number in FOR /AGAINST taken together should not exceed the total shareholding.
- h. Shareholders holding multiple folios / Demat account shall undertake the voting process separately for each folio / Demat account.
- i. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.
- j. Corporate/Institutional Shareholders (Corporate/FIs/FIIs/Trust/Mutual Funds/Banks etc.,) are required to e-mail scan (PDF format) of the relevant Board Resolution to the Scrutinizer at <u>indapurkarcs@gmail.com</u>.
- k. Once the vote on the resolution is cast by the shareholder, he shall not be allowed to change it subsequently.
- 1. The Portal will be open for voting from 9 a.m. (IST) on Wednesday, 12 August 2020 and ends on 5 p.m. (IST) on Thursday, 10 September 2020 (IST).
- m. 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 <u>http://evoting.karvy.com</u> or contact Kfin Technologies Private Limited at Tel No. 1800 345 4001 (toll free).
- n. The voting rights of the Members shall be in proportion to their share of the paid up equity share capital of the Company as on the Record Date i.e. 31 July 2020.
- o. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential. Neither the Company nor the Scrutinizer will be responsible for any consequences of you having shared or disclosed the password (whether original or changed) with or to any person, including your inability to thereafter access the e-voting platform or even cast your vote.