

UNITECH LIMITED

CIN: L74899DL1971PLC009720

Regd. Office: Basement, 6 Community Centre, Saket, New Delhi – 110017

Corporate Office: 13th Floor, Signature Towers, Tower-B, South City-I, Gurugram – 122 007

Tele/Fax: 011-26857338

E-mail: share.dept@unitechgroup.com | Web: www.unitechgroup.com

Notice of 51st Annual General Meeting

NOTICE is hereby given that 51st Annual General Meeting (AGM) of the Members of the Company will be held on Friday, the **31st day of March, 2023 at 11:00 a.m.** through Video Conference (VC)/ Other Audio-Visual Means (OAVM) to transact the following business as an Ordinary Business:

Ordinary Business

1. **To receive, consider and adopt;**

- (i) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022, together with Report of the Board of Directors and Auditors thereon.
- (ii) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022, together with the Report of Auditors thereon.

Special Business

2. **To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

“Resolved that pursuant to provisions of section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and any other applicable law, the remuneration as mentioned below payable to M/s Pant S. & Associates, Cost Accountants (Firm Registration No. 101402), Cost Auditors appointed by the Board of Directors of the Company, to conduct the Audit of the cost accounting records for the financial years 2017-18 to 2021-22, be and is hereby ratified.

Company	Financial Year	Annual Fee (in INR)
Unitech Limited	FY 2017-18 to FY 2021-22	1,50,000/- for each FY

Resolved further that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effects to this resolution.”

By order of the Board

Sd/-

K.C. Sharma

Company Secretary

Place: Gurugram

Dated: 28th February, 2023

Explanatory Statement in respect of Special Business pursuant to section 102 of the Companies Act, 2013

In compliance of section 148 of the Companies Act, 2013, read with rule 3 of Companies (Cost Records and Audit) Rules, 2014, Unitech Limited is required to get the audit of cost records conducted by a Cost Accountant in consonance with the cost auditing standards as prescribed by the Institute of Cost Accountants of India (ICMAI). Accordingly, all those Companies, whose overall annual turnover from their products and services during the immediately preceding financial year is Rs. 100 crore or more, are mandatorily required to get their cost records audited through a qualified Cost Accountant.

It is further informed that, in terms of provisions of section 148 of the Companies Act, 2013, the Board of Directors of Unitech Limited had appointed M/s M. K. Kulshreshta, as Cost Auditor of the Company, as decided by the BoD in its meeting held on 13.02.2015, for conducting cost audit for FY 2014-15. M/s M.K. Kulshreshta continued to work as Cost Auditor from FY 2014-15 to FY 2019-20. While M/s M.K. Kulshrestha & Associates had submitted the Cost Audit Reports for the FY 2014-15, 2015-16 and 2016-17 but somehow did not submit any report for subsequent financial years 2017-18, 2018-19 and 2019-20 on the ground of non-payment of their fees by the erstwhile Management

In view of the above, the Members of the Audit Committee in its meeting held on 28.02.2023 have recommended the name of M/s Pant S. & Associates, for appointment as Cost Auditors of the Company on the remuneration as given in the table below:

Company	Financial Year	Annual Fee (in INR)
Unitech Limited	FY 2017-18 to FY 2021-22	1,50,000/- for each FY

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s Pant S. & Associates, Cost Accountants (Firm Registration No.101402) as the Cost Auditors to conduct the cost audit of the Company for the financial years 2017-18 to 2021-22 at the remuneration as mentioned above.

In accordance with the provisions of section 148 of the Companies Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing an ordinary resolution as set out at Item No. 2 of the Notice

for ratification of the remuneration payable to Cost Auditors as mentioned.

None of the Directors and Key Managerial Personnel of the Company is in any way concerned or interested in the resolution set out at Item No. 2. The Board of Directors recommends the Ordinary Resolution for approval of the Members.

By order of the Board
Sd/-

K.C. Sharma

Company Secretary

Place: Gurugram

Dated: 28th February, 2023

Notes:

1. In view of various Circulars issued by Ministry of Corporate Affairs (MCA), in relation to convening of General Meetings of the Companies, including, (i) General Circular No. 19/2021 dated 8th December, 2021, (ii) General Circular No. 21/2021 dated 14th December, 2021, and (iii) General Circular No. 2/2022 dated 5th May, 2022, allowing the Companies whose AGMs were/ are due in the year 2021 and 2022 to conduct AGMs on or before 31st December, 2022 in accordance with the requirements laid down in Para 3 and para 4 of the General Circular No. 20/2020 dated 5th May, 2020. Further, General Circular No 10/2022 dated 28.12.2022 issued by Ministry of Corporate affairs and SEBI Circular No SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023, allow Companies whose AGMs are due in the year 2023, to conduct their AGMs on or before 30th September, 2023 through Video Conference (VC) or Other Audio Visual Means (OAVM).
2. In terms of the above MCA and SEBI Circulars, the 51st Annual General Meeting (AGM) of the Members of the Company is being held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM). Hence, the Members can attend and participate in the AGM through VC/OAVM facility provided by NSDL. The instructions for participation by Members are given in the subsequent paragraphs. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the schedule time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility for participation at the AGM through VC/OAVM will be made available for 1,000 members on first-come-first-serve basis. This will not include large shareholder (shareholder holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors, Secretarial Auditors etc. who are allowed to attend the AGM without restriction on account of first-come-first-serve basis.
3. Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this meeting. Hence, the formats for proxy form and attendance slip are not annexed to this Notice. However, the Body Corporates are entitled

to appoint authorized representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
5. The Members are requested to:-
 - (i) Quote their Folio/ Client ID & DPID Nos. in all correspondence with the Registrar and Share Transfer Agent (RTA)/ Company.
 - (ii) Register their e-mail IDs/ PAN/ Bank Account Details with RTA/ Company/ respective Depository Participants (DP).
 - (iii) Note that in case of joint holders attending the meeting, only such joint holder whose name is first in the Register of Member will be entitled to vote.
6. **24th February, 2023** has been fixed as the cut-off date for the purpose of ascertaining the entitlement of Members for sending annual report and other related documents, through electronic means, for the year ended 31st March, 2022.
7. The Register of Members and the Share Transfer Books of the Company shall remain closed from **25th day of March, 2023 to 31st day of March, 2023** (both days inclusive) for the purpose of 51st AGM.
8. Securities and Exchange Board of India (SEBI), vide its Circular dated 3rd November, 2021, has made it mandatory to furnish PAN, email address, mobile No., bank account details and nomination by shareholder holding share in physical mode. In view of the Circular *ibid*, Folios, wherein any one of the said details/ documents are not found available on or after 1st April, 2023, shall be frozen and the shareholder shall be (i) eligible to lodge grievance or avail service request to the Registrar & Share Transfer Agent (RTA) only after furnishing the complete documents/ details as aforesaid, (ii) eligible for any payment including dividend, interest or redemption payment only through electronic mode and an intimation from the RTA to the shareholder that the such payment is due and shall be made electronically upon complying with the above requirements and (iii) referred by the RTA/ listed Company to the administrative authority under the Benami Transactions (Prohibitions) Act, 1988 and/ or Prevention of Money Laundering Act, 2002, if the Folios continue to remain frozen as on 31st December, 2025.
9. Keeping in view the above statutory requirements, shareholder holding shares in physical mode are requested to furnish valid PAN, KYC details and nomination details immediately to the Company/ RTA in the requisite forms. Shareholder who have not yet dematerialized their shares are also advised to get their shares converted into de-mat form/electronic form to get inherent benefits of dematerialization, since transfer of physical shares, except for transmission and transposition, has been discontinued with effect from

01-04-2019, in terms of SEBI Regulations. Members may contact the Company or Company's Registrar and Share Transfer Agent (RTA), Alankit Assignments Limited, for any assistance in this regard.

10. The Ministry of Corporate Affairs (MCA) has notified provisions relating to unpaid/ unclaimed dividend under sections 124 and 125 of the Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, as amended, dividends which were not encashed/claimed by the Members for a period of seven consecutive years have been transferred to the Investor Education and Protection Fund (IEPF) Authority. The shares in respect of which dividend have not been claimed for seven consecutive years have also been transferred to the de-mat account of IEPF Authorities whose dividend/ shares are transferred to the IEPF Authority can now claim their dividend/ shares from the Authority by following the prescribed refund procedure.
11. In compliance of the MCA and SEBI Circulars, the Notice calling the AGM and financial statements/Annual Report for the financial year 2021-22 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or with the Depository Participant(s). The said documents as circulated to the Members of the Company will also be made available on the Company's website. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also available at the website of NSDL i.e. www.evoting.nsdl.com.
12. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.
 - (i) **For shares held in electronic form:** to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA to provide efficient and better service to the Members.
 - (ii) **For shares held in physical form:** to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, as per instructions mentioned in the form. The said form can be downloaded from the Company's website at www.unitechgroup.com and is also available on the website of the RTA at www.alankit.com.
13. The Register of Directors and Key Managerial Personnel, their shareholding maintained under section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements, in which the Directors are interested, maintained under section 189 of the Companies Act, 2013 will be available for inspection in electronic mode during the AGM. The details of shares transferred to IEPF is available at the website of the Company.
14. Since the AGM will be held through VC/ OAVM, the route map is not annexed with this Notice.
15. Mr. Praveen Dua, Proprietor of M/s PD & Associates, Company Secretaries (Certificate of Practice No. 2139) has been appointed as the Scrutinizer to supervise the remote e-voting and e-voting process in a fair and transparent manner.
16. The Chairman shall, at the 51st AGM, allow voting with the assistance of Scrutinizer, by use of electronic mode for all those Members who will attend the said meeting via VC/ OAVM but have not cast their votes through remote e-voting facility.
17. The Scrutinizer shall, after the conclusion of the meeting, process and prepare the result after unblocking the votes cast through remote e-voting. The Scrutinizer shall submit a consolidated report of the votes cast in favour or against, if any, not later than 48 hours of conclusion of the meeting to the Chairman or a person authorized, who shall countersign the same. The Chairman or any person authorized by him shall declare the result of voting forthwith.
18. The result declared alongwith the report of the Scrutinizer shall be placed at the website of the Company and that of e-voting agency (NSDL) at www.evoting.nsdl.com, besides forwarding the same to BSE Limited and National Stock Exchange of India Limited.
19. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the day of the 51st AGM.
20. Members desirous of seeking/ obtaining any information/ clarifications concerning the accounts and operations of the Company or intending to express their views or raise any query are requested to write to the Company from their registered email ID on or before **23rd March, 2023** mentioning their names, de-mat account number/ folio number, PAN and mobile number at share.dept@unitechgroup.com. The same will be suitably replied to by the Company. However, it is requested to raise the queries in short and in a precise manner to enable the Company to appropriately answer the same. Only those Members who have registered themselves as speakers will be allowed to express their views and/ or ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as speaking time depending upon the availability of time at the AGM.
21. **Instructions for e-Voting and joining the 51st AGM are as under:**
 - (i) Pursuant to the provisions of section 108 of the Companies Act, 2013, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and regulation 44 of the SEBI LODR, the Members

are provided with facility to cast their vote electronically, through the e-voting services provided by NSDL on resolutions proposed to be considered at the 51st AGM.

- (ii) The remote e-voting period commences on **28th day of March, 2023 at 9.00 a.m. and ends on 30th day of March, 2023 at 5.00 p.m.** During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. on **24th March, 2023** may cast their votes by remote e-voting. Remote e-voting shall not be allowed beyond the said date and time and the remote e-voting facility shall be blocked thereafter. Once the vote on a resolution is cast by the Member through remote e-voting, the Member shall not be allowed to change it subsequently or cast the vote again.
- (iii) The facility for e-voting shall also be made available during the conduct of 51st AGM via VC/ OAVM and the Members attending the meeting via VC/ OAVM who have not already cast their votes by remote e-voting shall be able to exercise their right to vote at the meeting, the procedure for e-voting on the day of AGM is same as for remote e-voting.
- (iv) The Members who have cast their vote by remote e-voting prior to the 51st AGM may also attend/ participate in the AGM but shall not be entitled to cast their vote again.
- (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.
- (vi) Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date **i.e. 24th March, 2023**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date **i.e. 24th March, 2023**, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

(vii) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date for e-voting shall be entitled to avail the facility of remote e-voting or voting at the 51st AGM electronically. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

(viii) The details of the process and manner for remote e-voting are explained herein below:

Step 1: Access to NSDL e-voting system at <https://www.evoting.nsdl.com/>

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





Details on Step 1 are mentioned below:

A. Login method for e-voting and joining virtual meeting for individual shareholder holding securities in de-mat mode-

In terms of SEBI Circular dated 9th December, 2020 on e-voting facility provided by listed companies, individual shareholder holding securities in de-mat mode are allowed to vote through their de-mat account maintained with depositories and depository participants. Shareholders are advised to update their mobile number and email Id in their de-mat accounts in order to access e-voting facility.

Login method for individual shareholder holding securities in de-mat mode is given below:

Type of Shareholders	Login Method
Individual Shareholder holding securities in de-mat 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 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's 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 or joining virtual meeting and voting during the meeting.

	<p>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</p> <p>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 de-mat account number hold 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 or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholder/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;">   </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholder holding securities in de-mat mode with CDSL</p>	<p>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 & New System Myeasi Tab and then use your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting his/her vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is 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.</p> <p>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 & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing De-mat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the De-mat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

Individual Shareholder (holding securities in de-mat mode) login through their depository participants	You can also login using the login credentials of your de-mat 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 or joining virtual meeting & voting during the meeting.
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Important Note: Members who are unable to retrieve User ID/ password are advised to use “Forget User ID” and “Forget Password” option available at above mentioned website.

Helpdesk for Individual Shareholder holding securities in de-mat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Individual Shareholder holding securities in de-mat 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 022-48867000 and 022-24997000.
Individual Shareholder holding securities in de-mat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

B. Login Method for e-voting and joining virtual meeting for Shareholder other than Individual Shareholder holding securities in de-mat mode and Shareholder 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 or Physical		Your User ID is:
(i)	For Members who hold shares in de-mat 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*****.
(ii)	For Members who hold shares in de-mat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
(iii)	For Members holding shares in Physical Form	EVENumber 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 Shareholder other than Individual Shareholder are given below:

- (i) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- (ii) 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.
- (iii) How to retrieve your ‘initial password’?
 - (a) If your email ID is registered in your de-mat 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. pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of 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’.

- (b) If your email ID is not registered, please follow steps mentioned below in process for those shareholder 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:
 - (i) Click on "**Forgot User Details/Password?**" (If you are holding shares in your de-mat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - (ii) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - (iii) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your de-mat account number/folio number, your PAN, your name and your registered address etc.
 - (iv) 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, Home page of e-voting will open.

Step 2:How to cast your vote electronically and join General Meeting on NSDL e-voting system?

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 Shareholder (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 csduapraveen@

[gmail.com](mailto:evoting@nsdl.co.in) with a copy marked to evoting@nsdl.co.in. Institutional Shareholder 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 Shareholder and e-voting user manual for Shareholder available at the download section of www.evoting.nsdl.com or call at 022-48867000 and 022-24997000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in.

Instructions for members for attending e-AGM and e-voting on the day of AGM:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for access to NSDL e-voting system. After successful login, you can see link of "**VC/OAVM link**" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the **EVEN** of Company will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.
2. The procedure for e-voting on the day of AGM is the same as the instruction mentioned for remote e-voting.
3. Only those Members who will be participating in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.
4. Members who have voted through remote e-voting will be eligible to attend the AGM but shall not be eligible for voting in the AGM.
5. Members are encouraged to join the Meeting through Laptops for better experience.
6. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
7. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid sudden faults.