February 20, 2024

BSE Limited
Scrip code: 535755

National Stock Exchange of India Limited
Symbol: ABFRL

Sub.: Postal Ballot Notice of Aditya Birla Fashion and Retail Limited *("the Company")*

Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 *("SEBI Listing Regulations")*

Dear Sir/ Madam,

Pursuant to the above referred, please find enclosed the Postal Ballot Notice dated February 14, 2024 *("said Notice")*, seeking approval of the Members of the Company on the following resolutions through Postal Ballot:

S.No	Description of Resolutions	Type of Resolution
1.	Re-classification of Authorised Share Capital and consequent alteration of the Capital Clause of the Memorandum of Association.	Ordinary
2.	Issue of Non-Cumulative Non-Convertible Redeemable Preference Shares to redeem the existing Cumulative Redeemable Preference Shares.	Special

In accordance with applicable laws, the said Notice is being sent electronically to all the Members whose names appear in the Register of Members/ List of Beneficial Owners and whose e-mail IDs are registered with the Company/ Link Intime India Private Limited *("RTA")*/ Depositories as on Friday, February 16, 2024 *("cut-off date")*. The same is also available on the website of the Company i.e. www.abfrl.com and the Company's RTA i.e. at https://instavote.linkintime.co.in

The remote e-voting period shall commence on Wednesday, February 21, 2024 (9:00 a.m. IST) and conclude on Thursday, March 21, 2024 (5:00 p.m. IST).

The results of the e-voting shall be declared on or before Tuesday, March 26, 2024.

Thanking you,

Sincerely,
For **Aditya Birla Fashion and Retail Limited**

ANIL KUMAR MALIK
Digitally signed by ANIL KUMAR MALIK
Date: 2024.02.20 20:03:36 +05'30'

Anil Malik
President & Company Secretary

Encl. as above

ADITYA BIRLA FASHION AND RETAIL LIMITED
Registered office: Piramal Agastya Corporate Park, Building 'A', 4th and 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400 070, Maharashtra, India
CIN: L18101MH2007PLC233901; **Website:** www.abfrl.com; **E-mail:** secretarial@abfrl.adityabirla.com;
Tel: +91 - 8652905000; **Fax:** +91 - 8652905400

POSTAL BALLOT NOTICE

To,
The Members of Aditya Birla Fashion and Retail Limited

Notice is hereby given pursuant to the applicable provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder ("the Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") including any statutory modification(s) or re-enactment(s) thereof for the time being in force read with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting *vide* various general circulars issued by MCA ("Circulars"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and subject to other applicable laws and regulations, that the Resolutions appended below are proposed to be passed by the Members by way of Postal Ballot through Remote E-voting.

This Notice:

a) is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Hard copy of Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only and
b) will also be available on the Company's website www.abfrl.com, 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 and website of Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company ("LIIPL") i.e. https://instavote.linkintime.co.in.

The **Explanatory Statement** in terms of the provisions of Section 102(1) and 110 of the Act, which sets out details relating to Special Business to be transacted forms part of this Notice.

Remote E-Voting: Shareholders are requested to read the instructions in the Notes under the section "Remote E-Voting: Procedure" in this Notice to cast their vote electronically. The details of the same are as below:

Cut-off date [for determining the Members entitled to vote on the Resolution set forth in this Notice]		:	Friday, February 16, 2024
Remote e-voting period [During this period, members of the Company as on the cut-off date may cast their vote by remote e-voting]	**Commence from**	:	9:00 a.m., Wednesday, February 21, 2024
	End at	:	5.00 p.m., Thursday, March 21, 2024 [The remote e-voting module shall be disabled for voting thereafter by LIIPL]
URL for remote e-voting		:	https://instavote.linkintime.co.in
			NSDL: https://eservices.nsdl.com or https://www.evoting.nsdl.com
			CDSL: https://web.cdslindia.com/myeasitoken/home/login or https://www.cdslindia.com

SPECIAL BUSINESS

1. Re-classification of Authorised Share Capital and consequent alteration of the Capital Clause of the Memorandum of Association:

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

"RESOLVED THAT pursuant to the provisions of Section 13 and 61 and other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification or re-enactment thereof for the time being in force), consent of the Members be and is hereby accorded to:

a) Re-classify the Authorised Share Capital of the Company:

From: ₹ 20,10,15,00,000 (Rupees Two Thousand Ten Crore Fifteen Lakhs only) divided into:

i) 2,00,00,00,000 (Two Hundred Crore) Equity Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 20,00,00,00,000 (Rupees Two Thousand Crore only);

ii) 1,00,00,000 (One Crore) 8% Redeemable Cumulative Preference Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 10,00,00,000 (Rupees Ten Crore only) and

iii) 15,000 (Fifteen Thousand) Redeemable Cumulative Preference Shares of ₹ 100/- each (Rupees Hundred only) amounting to ₹ 15,00,000 (Rupees Fifteen Lakh only).

To: ₹ 20,10,15,00,000 (Rupees Two Thousand Ten Crore Fifteen Lakh only) divided into:

i) 2,00,00,00,000 (Two Hundred Crore) Equity Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 20,00,00,00,000 (Rupees Two Thousand Crore only);

ii) 5,00,000 (Five Lakh) 8% Redeemable Cumulative Preference Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 50,00,000 (Rupees Fifty Lakh only);

iii) 15,000 (Fifteen Thousand) Redeemable Cumulative Preference Shares of ₹ 100/- each (Rupees Hundred only) amounting to ₹ 15,00,000 (Rupees Fifteen Lakh only) and

iv) 95,00,000 (Ninety-Five Lakh) Preference Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 9,50,00,000 (Rupees Nine Crore Fifty Lakh only).

b) Modify the existing Clause V of the Memorandum of Association of the Company by substituting with the following Clause:

" V. The Authorised Share Capital of the Company is ₹ 20,10,15,00,000 (Rupees Two Thousand Ten Crore Fifteen Lakh only) divided into:

i) 2,00,00,00,000 (Two Hundred Crore) Equity Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 20,00,00,00,000 (Rupees Two Thousand Crore only);

ii) 5,00,000 (Five Lakh) 8% Redeemable Cumulative Preference Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 50,00,000 (Rupees Fifty Lakh only);

iii) 15,000 (Fifteen Thousand) Redeemable Cumulative Preference Shares of ₹ 100/- each (Rupees Hundred only) amounting to ₹ 15,00,000 (Rupees Fifteen Lakh only) and

iv) 95,00,000 (Ninety Five Lakh) Preference Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 9,50,00,000 (Rupees Nine Crore Fifty Lakh only).

with a power to increase or reduce the capital of the Company in accordance with the provisions of the Companies Act, 2013 and to classify or reclassify the Share Capital."

c) Authorise any of the directors and/or key managerial personnel of the Company to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and to take necessary actions on behalf of the Company in that regard."

2. Issue of Non-Cumulative Non-Convertible Redeemable Preference Shares to redeem the existing Cumulative Redeemable Preference Shares:

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

"**RESOLVED THAT** pursuant to the applicable provisions of Section 23, 42 and 55 of the Companies Act, 2013 ("Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debenture) Rules, 2014 and other applicable provisions and/or rules made thereunder, all other applicable provisions of the Act, rule(s), regulation(s), guideline(s), circular(s) etc. issued by any other appropriate authority, if any (including any statutory modification or re-enactment thereof, for the time being in force), and enabling provisions of the Memorandum of Association and Articles of Association and subject to any approvals, permissions and sanctions from any statutory/ regulatory authority as may be necessary and subject to such conditions and modifications as may be prescribed and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as the "Board"/ which shall include a duly constituted committee(s) thereof), and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board in its absolute discretion, consent of Members of the Company be and is hereby accorded to authorize the Board to offer, issue and allot in one or more tranches, up to 12,00,000 (Twelve Lakh) 8% Non-Cumulative Non-Convertible Redeemable Preference Shares at face value of ₹ 10/- each (Rupees Ten only) amounting up to ₹ 1,20,00,000 (Rupees One Crore and Twenty Lakhs Only) ("Preference Shares") to Birla Management Centre Services Private Limited on a private placement basis, the proceeds of which are proposed to be utilized towards redemption of existing Cumulative Redeemable Preference Shares of the Company, on such terms and conditions as are stipulated below and in the Explanatory Statement annexed hereto and as may be determined by the Board in its absolute discretion:

a. Preference Shares shall carry a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend, if any, declared by the Board and repayment of capital on winding up;
b. Preference shares shall not be entitled to participate in profits or surplus;
c. Preference Shares shall be non-participating in surplus assets and profits, on winding up which may remain after the entire capital has been repaid;
d. Dividend payable on the Preference Shares shall be non-cumulative;
e. Preference Shares shall not be convertible into equity shares;
f. Preference Shares will not be listed;
g. Except otherwise provided in the Act, the Preference Shares shall not have any voting rights and
h. Preference shares shall be redeemable at face value upon maturity or at such price and/or on such date as may be determined by the Board in its full discretion and varied after due approval of the Preference Shareholders under the Act and other applicable provisions, if any, but not later than a period exceeding twenty years from the date of allotment.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and approve other terms and conditions of the issue of the Preference Shares and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, subject however to the compliance with the provisions of the Act and Rules made thereunder and such other provisions as may be applicable.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and to authorise any of the directors and/or key managerial personnel of the Company to take necessary actions on behalf of the Company in that regard."

By Order of the Board

Sd/-
Anil Malik
President & Company Secretary
A11197

Date : February 14, 2024
Place : Mumbai

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

The following statement sets out all material facts relating to the special business mentioned in this Notice:

Item No. 1 — Re-classification of Authorised Share Capital and consequent alteration of the Capital Clause of the Memorandum of Association:

The present Authorised Share Capital of the Company is ₹ 2,010.15 Crore divided into :

a) Equity Share Capital of ₹ 2000 Crore;
b) 8% Redeemable Cumulative Preference Shares of ₹ 10 Crore and
c) Redeemable Cumulative Preference Shares of ₹ 15 Lakhs

It is proposed to issue up to 12,00,000 Preference Shares at Face value of ₹ 10/- each aggregating up to ₹ 1,20,00,000 (Rupees One Crore and Twenty Lakhs Only) which requires re-classification in Authorised Share Capital.

The re-classification of the Authorised Share Capital as aforesaid would entail consequential alteration of the existing Clause V of the Memorandum of Association of the Company and require Members' approvals in terms of Sections 13 and 61 of the Companies Act, 2013 and any other applicable statutory and regulatory requirements.

The amended Capital clause V shall be as follows:

" V. The Authorised Share Capital of the Company is ₹ 20,10,15,00,000 (Rupees Two Thousand Ten Crore Fifteen Lakh only) divided into:

i) 2,00,00,00,000 (Two Hundred Crore) Equity Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 20,00,00,00,000 (Rupees Two Thousand Crore only);
ii) 5,00,000 (Five Lakh) 8% Redeemable Cumulative Preference Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 50,00,000 (Rupees Fifty Lakh only);
iii) 15,000 (Fifteen Thousand) Redeemable Cumulative Preference Shares of ₹ 100/- each (Rupees Hundred only) amounting to ₹ 15,00,000 (Rupees Fifteen Lakh only) and
iv) 95,00,000 (Ninety-Five Lakh) Preference Shares of ₹ 10/- each (Rupees Ten only) amounting to ₹ 9,50,00,000 (Rupees Nine Crore Fifty Lakh only).

with a power to increase or reduce the capital of the Company in accordance with the provisions of the Companies Act, 2013 and to classify or reclassify the Share Capital."

None of the directors and/or key managerial personnel of the Company and/or their relatives, are in any way concerned or interested (financially or otherwise), in the proposed ordinary resolution, except to the extent of their shareholding in the Company, if any.

Accordingly, the Board recommends the resolution as set out at Item No. 1 of this Notice for approval of the Members of the Company as an Ordinary Resolution.

Item No. 2 Issue of Non-Cumulative Non-Convertible Redeemable Preference Shares to redeem the existing Cumulative Redeemable Preference Shares:

The Company has existing preference shares i.e. 5,00,000 8% Redeemable Cumulative Preference Shares of ₹ 10 each and 500 6% Redeemable Cumulative Preference Shares of ₹ 100 each ("Preference Shares"), which are due for redemption on March 29, 2024 and October 12, 2024 respectively. In terms of applicable provisions of the Act, the preference shares can be redeemed either out of profits of the Company which would otherwise be available for dividend or out of the proceeds of the fresh issue of shares made for the purpose of such redemption.

The Company proposes to redeem the Preference Shares (along with cumulative dividend accrued thereon) through fresh issuance of Non-Cumulative Non-Convertible Redeemable Preference Shares.

The Board of Directors at its meeting held on February 14, 2024, approved issuance of Non-Cumulative Non-Convertible Redeemable Preference Shares on private placement basis for an aggregate amount up to ₹ 1.20 crore in one or more tranches, the proceeds of which will be utilized towards redemption of the Preference Shares.

In terms of the applicable provisions of the Act and rules made thereunder, the issue of preference shares requires approval of the Members by way of a Special Resolution. The relevant disclosures in relation to the Special Resolution set out in the accompanying Notice are as follows:

S. No.	Particulars	
1.	Size of the issue, number of preference shares to be issued, nominal value of each share, Particulars of the offer including date of passing of Board resolution and amount intends to raise.	The Board of Directors of the Company at its meeting held on February 14, 2024 approved the issuance of up to 12,00,000 8% Non-Cumulative Non-Convertible Redeemable Preference Shares ("Preference Shares") at Face value of ₹ 10/- each for cash at par aggregating to ₹ 1,20,00,000.
2.	Nature of such shares i.e. cumulative or non - cumulative, participating or non - participating, convertible or non - convertible.	The Preference Shares will be non-cumulative, non-participating and non-convertible and at a face value of ₹ 10 per share.
3.	kinds of securities offered and the price at which security is being offered	
4.	Purpose/Objectives of the issue.	The proceeds of the issue will be utilized towards redemption of existing preference shares (along with cumulative dividend accrued thereon) and surplus, if any, would be utilised for general corporate purpose.
5.	Manner of issue of shares.	The Preference Shares are proposed to be issued on private placement basis to Birla Management Centre Services Private Limited.
6.	Price at which such shares are proposed to be issued.	Face Value of ₹ 10 per share.

7.	Basis or justification on which the price has been arrived at and Name and address of valuer.	The Preference shares are proposed to be issued at Face Value ₹ 10 per share as per the Valuation Report obtained from Ravi Ashok Kumar Jain, an independent registered valuer (IBBI/RV/04/2019/12615) having their office at E-6-404, Happy Home Heights, Poonam Gardens, Mira Bhayander Road, Mira Road East, Thane-401107.
8.	Terms of issue, including terms and rate of dividend on each share, etc.	Preference shares are issued on private placement basis carrying a dividend rate of 8 % p.a.
9.	Terms of redemption, including the tenure, redemption of shares at premium and if the preference shares are convertible, the terms of conversion.	Preference shares shall be redeemable at face value upon maturity or at such price and/or on such date as may be determined by the Board in its full discretion and varied after due approval of the Preference Shareholders under the Act and other applicable provisions, if any, but not later than a period exceeding twenty years from the date of allotment.
10.	Manner and modes of redemption.	The Preference Shares shall be redeemed in accordance with the provisions of the Act and Rules made thereunder.
11.	Current shareholding pattern of the company.	Attached as **Annexure A.**
12.	Expected dilution in equity share capital upon conversion of preference shares.	Not Applicable.
13.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities.	Nil.

None of the directors and/or key managerial personnel of the Company and/or their relatives, are in any way concerned or interested (financially or otherwise), in the proposed special resolution, except to the extent of their shareholding in the Company, if any.

Accordingly, the Board recommends the resolution as set out at Item No. 2 of this Notice for approval of the Members of the Company as a Special Resolution.

Annexure A

Equity Share Capital:

Sr. no.	Category	Shareholding Pattern as on December 31, 2023	
		No. of Equity Shares held	% of share Holding
A	**Promoter & Promoter Group:**		
1	**Indian**		
	Individuals/ HUF	9,39,254	0.10
	Bodies Corporate	52,53,60,262	55.35
	Sub Total	**52,62,99,516**	**55.45**
2	**Foreign Promoters**		
	Sub Total (A)	**52,62,99,516**	**55.45**
B	**Non-Promoters' holding:**		
1	**Institutions**		
	Mutual Funds	10,75,23,341	11.33
	Alternate Investment Funds	11,31,072	0.12
	Foreign Portfolio Investors	13,17,73,755	13.88
	Banks	78,671	0.01
	Insurance Companies	5,22,72,339	5.51
	NBFCs registered with RBI	3,250	0.00
	Other Institutions	28,01,288	0.30
	Sub Total	29,55,83,716	31.14
2	**Central Government/State Government(s)/ President of India**	1,060	0.00
3	**Non-Institutions**		
	Individuals	9,90,35,276	10.43
	Trusts	1,86,375	0.02
	Foreign Nationals	45,590	0.00
	HUF	35,61,274	0.38
	Non-Resident Indian (NRI)	47,90,184	0.50
	Clearing Members	13,58,030	0.14
	Bodies Corporate	1,19,43,533	1.26
	Bodies Corporate (LLP)	16,23,745	0.17
	Sub Total	12,25,44,007	12.91
	Sub Total (B)	**41,81,28,783**	**44.05**
C	**Non-Promoter-Non-Public holding:**	**47,46,747**	0.50
	GRAND TOTAL (A+B+C)	**94,91,75,046**	**100.00**

Preference Share Capital:

A. 8% Redeemable Cumulative Preference Shares of ₹ 10/- each:

Sr. no.	Category	No. of Shareholders	No. of fully paid-up Preference Shares held	Amount (in ₹)
1	Promoter Group	1	5,00,000	50,00,000

B. 6% Redeemable Cumulative Preference Shares of ₹ 100/- each:

Sr. no.	Category	No. of Shareholders	No. of fully paid-up Preference Shares held	Amount (in ₹)
1	Others	2	500	50,000

NOTES FOR MEMBERS' ATTENTION

1. The Notice is being sent to the shareholders of the Company whose names appear on the Register of Members/ List of Beneficial Owners as received from the Depositories as on Friday, February 16, 2024 ("cut-off date"). A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

2. Ms. Shivangini Gohel, (ACS 25740 & C.P. No. 9205) and failing her Mr. Dilip Bharadiya (FCS 7956 & C.P. No. 6740), Partners of M/s. Dilip Bharadiya & Associates, Company Secretaries have been appointed as the Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.

3. **AUTHORISED REPRESENTATIVE**

   Institutional/ Corporate Shareholders (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/ Authorisation etc., authorising its representative to vote through remote e-voting on its behalf.

   The said Resolution/ Authorisation shall be sent to the Scrutinizer by e-mail through its registered e-mail ID to Ms. Shivangini Gohel/ Mr. Dilip Bharadiya, at dilipbcs@gmail.com with a copy marked to the Company Secretary at secretarial@abfrl.adityabirla.com, not later than Thursday, March 21, 2024.

4. **DOCUMENTS OPEN FOR INSPECTION**

   All documents referred to in the Notice will be available for electronic inspection without any fee by the Members from the date of dispatch of this Notice up to Thursday, March 21, 2024. Members seeking to inspect such documents can send an e-mail at secretarial@abfrl.adityabirla.com

5. **REGISTER TO RECEIVE COMMUNICATIONS ELECTRONICALLY**

   - Shareholders holding shares in Physical Mode: Register/ update their email ID, Mobile number and Bank Account details by sending a request letter duly signed by the Shareholder(s) mentioning the Name of the Company, Folio number, Bank Account Details, self-attested copy of PAN card and cancelled cheque leaf. In case the cancelled cheque leaf does not bear the Shareholders name, please attach a copy of the bank passbook statement, duly self-attested to the Company at secretarial@abfrl.adityabirla.com or LIIPL at rnt.helpdesk@linkintime.co.in

   - Shareholders holding shares in Dematerialised Mode: Register/ update their email ID, Mobile number and Bank Account details with their respective Depository Participant.

   - Members who have not registered/ updated their e-mail ID or mobile number with the Company but wish to receive all communication from the Company electronically may register/ update their e-mail ID and mobile number on www.abfrl.com

6. **REMOTE E-VOTING: PROCEDURE**

   Pursuant to Section 108 of the Act, Rule 20 of the Rules, as amended, Regulation 44 of the Listing Regulations and the Circulars, the Company is pleased to provide the facility to the Members to exercise their right to vote, on the resolution proposed to be passed by Postal Ballot, by electronic

means. As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

(1) Depository: For Individual Shareholders holding securities in demat mode

Step no.	For Shareholders holding securities with NSDL	For Shareholders holding securities with CDSL
	Registered User	
1.	The URL for users to login for NSDL IDeAS facility: https://eservices.nsdl.com either on a personal computer or on a mobile.	The URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on New System Myeasi.
2.	Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password.	Login through their user id and password.
3.	After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.	After successful login of Easi/ Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME 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.
4.	Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.	Click on e-Voting service provider name and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
	First time user	
5.	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	Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or www.cdslindia.com
	Alternative Method	
6.	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.	The user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page.
7.	Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.	(Skip step)

Step no.	For Shareholders holding securities with NSDL	For Shareholders holding securities with CDSL
8.	A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen.	(Skip step)
9.	After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.	(Skip step)
10.	Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.	The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

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. Once login, you will be able to see e-Voting option. Once you 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 name i.e. LINKINTIME and you will be redirected to "InstaVote" for casting your vote during the remote e-Voting period.

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

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 and 022 - 2499 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 contact at toll free no. 1800 22 55 33

(2) InstaVote: For Individual Shareholders holding securities in physical mode/ Non- Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of LINKINTIME is given below:

Step no.	For first time users of InstaVote OR shareholders holding shares in physical mode	For shareholders holding shares in demat form and existing user of InstaVote
1.	Open the internet browser and launch the URL: https://instavote.linkintime.co.in	
2.	Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: - A. **User ID**: Enter your User ID (i) For members holding shares in demat account held with CDSL : 16 digits beneficiary ID, (ii) For members holding shares in demat account held with NSDL : 8 Character DP ID followed by 8-digit client ID, (iii) For members holding shares in physical form : EVEN (240071) followed by the Folio number registered with the Company B. **Permanent Account Number** (PAN): Enter your 10-digit PAN (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. **Date of Birth** (DOB)**/ Date of Incorporation** (DOI): Enter the DOB/ DOI (As recorded with your DP/ Company - in DD/MM/YYYY format) D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company. (i) For members holding shares in demat account held with CDSL : Shall provide either 'C' or 'D', above (ii) For members holding shares in demat account held with NSDL : Shall provide 'D' above	(Skip step)

Step no.	For first time users of InstaVote OR shareholders holding shares in physical mode	For shareholders holding shares in demat form and existing user of InstaVote
	(iii) For members holding shares in physical form but have not recorded 'C' and 'D' above : Shall provide their folio number in 'D' above	
3.	Set the password of your choice [The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one alphabet and at least one capital letter].	(Skip step)
4.	Click on 'confirm' and your password will be generated.	(Skip step) [Use your existing password]
5.	Click on 'Login' under the '**SHAREHOLDER**' tab.	
6.	Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.	
7.	After successful login, you will be able to see the notification for e-voting.	
8.	Select '**View**' icon and the e-voting page will appear.	
9.	Refer the Resolution description and cast your vote by selecting your desired option '**Favour/ Against**'. (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).	
10.	After selecting the desired option i.e. Favour/ Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on '**No**' and accordingly modify your vote.	
11.	Once the vote on a resolution is cast by the member, such member shall not be allowed to change it subsequently.	

Remote e-voting: Points to remember

1. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in/ and register themselves as '**Custodian/ Mutual Fund/ Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution/authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian/ Mutual Fund/ Corporate Body**' login for the Scrutinizer to verify the same.
2. If you have forgotten the password:
   - Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
   - Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
3. In case shareholders/ members is having valid e-mail address, Password will be sent to his/ her registered e-mail address.
4. Shareholders can set the password of his/ her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/ DOI, Bank Account Number (last four digits) etc.

5. The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.
6. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
7. For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
8. During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".
9. Shareholders/ members holding multiple folios/ demat account shall choose the voting process separately for each of the folios/ demat account.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ("FAQs") and InstaVote e-Voting manual available at https://instavote.linkintime.co.in, under Help section or send an e-mail to enotices@linkintime.co.in or contact on: Tel: 022-4918 6000.

7. CORRESPONDENCE

Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or RTA, quoting their folio number or DP ID - Client ID, as the case may be.

8. VOTING RESULTS

The Scrutinizer will submit the report to the Chairman/ Key Managerial Personnel as authorised by the Board for this purpose after completion of scrutiny of the remote e-voting. The results shall be declared on or before Tuesday, March 26, 2024 and will be displayed along with the Scrutiniser's Report:

i. at the Registered as well as Corporate Office of the Company;
ii. on the website of the Company i.e. www.abfrl.com and
iii. on the website of LIIPL i.e. https://instavote.linkintime.co.in and the Stock Exchanges i.e. www.bseindia.com and www.nseindia.com.

By Order of the Board

Sd/-
Anil Malik
President & Company Secretary
A11197

Date: February 14, 2024
Place: Mumbai