



E.I.D.- Parry (India) Limited

Regd office: "Dare House", Parrys Corner, Chennai – 600 001



murugappa

Notice of Postal Ballot Pursuant to Section 192A of the Companies Act, 1956

To

The Members of E.I.D.- Parry (India) Limited

Notice is hereby given pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, that the resolutions appended below are proposed to be passed through Postal Ballot

An Explanatory Statement setting out the material facts and the reasons for the Resolutions is annexed hereto along with a 'Postal Ballot Form' for your consideration.

RESOLUTIONS

1. APPOINTMENT OF Mr. V.RAMESH AS THE MANAGING DIRECTOR OF THE COMPANY

To consider and if deemed fit, to pass with or without modification, the following as a Special Resolution:

RESOLVED THAT pursuant to Article 121 of the Articles of Association of the company and subject to necessary approvals and in accordance with the provisions of Sections 198, 269 and 309 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, or any statutory modification(s) or re-enactment thereof, approval of the Company be and is hereby accorded to the appointment of Mr.V.Ramesh as the Managing Director of the Company for a period of three years with effect from 30th January, 2014 on the terms and conditions including remuneration as set out below with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limits specified under Schedule XIII of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT subject to necessary approvals and in accordance with the provisions of Sections 198, 269 and 309 read with Part II Section II Paragraph C of Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, or any statutory modification(s) or re-enactment thereof approval of the Company be and is hereby accorded for payment of remuneration and perquisites to Mr.V.Ramesh, Managing Director with effect from 30th January, 2014 as follows:

i)	Salary	Rs. 3,06,220/- per month in the range of Rs.3,00,000/- to Rs.6,00,000/-.The increments will be decided by the Compensation and Nomination Committee.
ii)	Allowances and Perquisites	Allowances and perquisites not exceeding 2 times of Basic Salary.The actual allowances and perquisites payable will be determined by the Compensation and Nomination Committee. Perquisites shall include provision of furnished / unfurnished accommodation, personal accident insurance, reimbursement of medical expenses incurred for self and family, club subscription, provision of cars as per the rules of the company in force from time to time and any other perquisites, benefits, amenities as may be decided from time to time and approved by the Compensation and Nomination Committee. Perquisites shall be valued in terms of actual expenditure incurred by the company in providing benefit to the employee. However, in cases where the actual amount of expenditure cannot be ascertained with reasonable accuracy (including car provided for official and personal purposes and loans) the perquisites shall be valued as per income tax rules.
iii)	Incentive	Based on the achievement of the performance parameters laid down, an amount not exceeding 25% of CTC (at 100% achievement level) as may be determined by the Compensation and Nomination Committee.
iv)	Retirement Benefits	i. Contribution to Provident Fund, Superannuation Fund and Gratuity as per the approved schemes of the company in force from time to time. ii. Encashment of leave as per rules of the company in force.
v)	ESOP	Grant of stock options under the Company's ESOP Scheme as may be determined by the Compensation and Nomination Committee from time to time.

RESOLVED FURTHER THAT notwithstanding anything contained hereinabove, where in any financial year, during the currency of the tenure of Mr. V.Ramesh as Managing Director, the Company has no profits, or its profits are inadequate, the Company will pay remuneration to Mr. V.Ramesh by way of salary, perquisites and allowances as specified above in terms of the Schedule XIII of the Companies Act, 1956.

General

- (i) Provision of telephone at residence and expenses on account of car for official use shall not be reckoned as perquisites.
- (ii) Mr.V.Ramesh, Managing Director will not be entitled to any sitting fees for attending meetings of the Board or of any Committee thereof.
- (iii) Mr.V.Ramesh, Managing Director will be subject to all other service conditions as applicable to any other senior management employee of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

2. APPOINTMENT AND PAYMENT OF REMUNERATION TO Mr.V.SURI AS THE MANAGER OF THE COMPANY

To consider and if deemed fit, to pass with or without modification, the following as a Special Resolution:

RESOLVED THAT pursuant to Article 127 of the Articles of Association of the company and the provisions of Sections 198, 269, 309, 310, 387 and all other related and applicable provisions of the Companies Act, 1956 read with Schedule XIII of the Companies Act, 1956 (including any statutory modification(s) or re- enactment thereof for the time being in force), Mr.V.Suri be and is hereby appointed as the Manager of the Company for a period of two years with effect from 19th October, 2013 on a remuneration not exceeding the overall limits of 5% of the net profits of the Company for each financial year computed in the manner prescribed in Sections 349 and 350 of the Companies Act, 1956 with liberty to the Board of Directors and / or any Committee of the board to alter and vary the terms and conditions of the said appointment.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 (the Act) read with Part II, Section II, Paragraph B of Schedule XIII of the said Act, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such consents and permissions as may be required, approval be and is hereby accorded to the payment of remuneration of Rs.11,19,416/- to Mr. V.Suri for the period from 19th October, 2013 to 29th January, 2014 as detailed below:-

Salary	Rs. 10,77,356/-
Allowances & Perquisites	Rs. 42,060/-

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

3. REMUNERATION TO Mr. RAVINDRA S SINGHVI THE MANAGING DIRECTOR OF THE COMPANY

To consider and if deemed fit, to pass with or without modification, the following as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and 310 read with Part II, Section II, Paragraph C of Schedule XIII of the Companies Act, 1956 and other applicable provisions and subject to necessary approvals from the statutory authorities, consent of the members of the Company be and is hereby accorded for payment of remuneration of Rs. 15,06,401/- to Mr. Ravindra S Singhvi for the period from April 01, 2013 to April 10, 2013 as detailed below:-

Salary	- Rs. 13,45,437/-
Allowances & Perquisites	- Rs. 1,60,964/-

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

4. REMUNERATION TO Mr. P.GOPALAKRISHNAN, MANAGER OF THE COMPANY

To consider and if deemed fit, to pass with or without modification, the following as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 and other applicable provisions, if any, of the Companies Act, 1956 read with Part II, Section II, Paragraph B of Schedule XIII of the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such consents and permissions as may be required, approval be and is hereby accorded to the payment of remuneration of Rs.20,31,584/- to Mr.P.Gopalakrishnan, Manager under Companies Act, 1956 for the period from 11th April, 2013 to 18th October, 2013 as detailed below:-

Salary	- Rs. 19,12,214/-
Allowances & Perquisites	- Rs. 1,19,370/-

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

By Order of the Board
For **E.I.D.- Parry (India) Limited**

Chennai
Date: 30.01.2014

G.Jalaja
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ANNEXED TO THE NOTICE DATED 30TH JANUARY, 2014 IN RESPECT OF THE ITEMS No.1 TO 4:-

The following explanatory statement sets out all the material facts relating to the special business mentioned in the accompanying notice dated 30th January, 2014 and shall be taken as forming part of the Notice.

Item Nos. 1 to 4

- (i) The Board of Directors of the Company appointed Mr. V.Ramesh as the Managing Director of the Company for the period of three years with effect from 30th January, 2014 on a remuneration subject to the limits prescribed under Part II Section II Paragraph C of Schedule XIII of the Companies Act, 1956.

The Compensation and Nomination Committee of the Board has on January 30, 2014 approved the remuneration payable to him. Since the Company's profits during the year 2013/14 are expected to be inadequate, the same is subject to the approval of the shareholders by way of a Special Resolution.

The above may be treated as an abstract of the terms of appointment of Mr. V.Ramesh under Section 302 of the Companies Act, 1956.
- (ii) The Board of Directors of the Company appointed Mr.V.Suri as "Manager" under Section 269 of the Companies Act, 1956 for a period of two years from October 19, 2013 on a remuneration not exceeding 5% of the net profits of the Company computed under Sections 349 and 350 of the Companies Act, 1956 subject to the provisions contained in Sections 198, 269 and 309 read with Schedule XIII of the Companies Act, 1956 subject to the approval of the Shareholders of the Company.

Mr. V.Suri resigned as Manager of the Company with effect from the close of business hours of 29th January, 2014. The remuneration paid to him for the period from 19th October, 2013 to 29th January, 2014 was in excess of the limits under Part II Section II Paragraph B of Schedule XIII of the Companies Act, 1956 and is hence subject to approval of the shareholders by way of a Special Resolution.

The Compensation and Nomination Committee of the Board has on January 30, 2014 approved the remuneration payable to him.
- (iii) The Board of Directors of the Company appointed Mr. Ravindra S Singhvi as the Managing Director w.e.f 29th January, 2011 for a period of five years. His appointment and remuneration was approved by the shareholders of the Company at their meeting held on 27th July, 2011 by way of an ordinary resolution.

Mr. Ravindra S Singhvi resigned from the services of the Company w.e.f 10th April, 2013. The remuneration paid to him for the period from 1st April, 2013 to 10th April, 2013 was in excess of the limits under Part II Section II Paragraph C of Schedule XIII of the Companies Act, 1956 on account of the inadequacy of profits of the Company for the year 2013/14.

The Compensation and Nomination Committee of the Board has on January 30, 2014 approved the remuneration paid to him. The same is subject to the approval of the Members by way of a Special Resolution.

- (iv) The Board of Directors of the Company appointed Mr. P. Gopalakrishnan as "Manager" under Section 269 of the Companies Act, 1956 for a period of two years from April 11, 2013. His appointment and remuneration was approved by the shareholders of the Company by way of an ordinary resolution through postal ballot on 21st May, 2013. Mr. P. Gopalakrishnan resigned from the services of the Company with effect from 18th October, 2013. The remuneration paid to him for the period from 11th April, 2013 to 18th October, 2013 was in excess of the limits under Part II Section II Paragraph B of Schedule XIII of the Companies Act, 1956.

The Compensation and Nomination Committee of the Board has on January 30, 2014 approved the remuneration paid to him. The same is subject to the approval of the Members by way of a Special Resolution.

GENERAL

The Company is predominantly in the business of sugar which is a seasonal industry. The Company has been making profits and declaring dividend consistently for several years. During the current year 2013/14, Government of India announced partial decontrol of the sugar industry by abolishing levy quota and doing away with release mechanism. However, the sugar cane price continues to be announced by the Central/ State Government. The Sugar price during the year has been subdued consequent to imports and higher stock levels. This has resulted in the opening stocks being liquidated at lower prices. The higher sugar cane price and consequent higher cost of production with depressed sugar prices have put strain on the Company's operations. The loss before tax for the nine months ended 31st December, 2013 was Rs.89.17 Crore as compared to profit before tax of Rs.335.29 Crore for the nine months ended 31st December, 2012. The profits for 2013/14 are estimated to be inadequate for the purpose of managerial remuneration.

Pursuant to Schedule XIII of the Act, the appointment and remuneration to the above managerial personnel require shareholders approval through a special resolution. Accordingly, resolutions stated in items no. 1 to 4 are placed now for your approval as special resolutions through postal ballot process.

Mr. V. Ramesh, Managing Director and Mr. V. Suri, CFO of the Company are interested in respect of their appointment and remuneration. No other Director or key managerial personnel and/ or their relatives are deemed to be interested or concerned in the resolutions.

ADDITIONAL INFORMATION PURSUANT TO SCHEDULE XIII PART II SECTION II 1 (B) & (C) OF THE COMPANIES ACT, 1956

I. General Information:

- (i) Nature of Industry: The Company is engaged in the manufacturing and marketing of sugar, bio pesticides and nutraceuticals.
- (ii) Date or expected date of commencement of commercial production: The Company was incorporated on September 22, 1975 and has been operating in the states of Tamilnadu, Pondicherry, Andhra Pradesh and Karnataka.
- (iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable.
- (iv) Financial performance based on given indicators - as per published audited financial results for the accounting year ended March 31, 2013:

(Rs. In Lakh)

Particulars	2010-2011	2011-2012	2012-2013
Gross Income	1,47,386	1,75,364	2,41,448
Profit Before Tax	6,740	13,607	36,107
Profit After Tax	7,926	13,732	33,171
Networth	1,15,028	1,21,763	1,34,688
Dividend on Equity %	200	400	600

- v) Export performance and foreign exchange earned for the financial year ended March 31, 2013:

During the financial year 2012-13, FOB value of exports amounted to Rs. 531.02 Crore and other Foreign exchange earnings was Rs. 2.57 Crore.

- (vi) Foreign Investments or collaborators, if any: (as on 24.01.2014)

Foreign Holding	No of Equity Shares	% to the paid up equity share capital
NRIs	1255843	0.71
OCBs	5040	0.00
Foreign Nationals	216680	0.12
FII's	26450864	15.05

II. Information about the appointee:

a) Mr. V. RAMESH

- (i) Background details:

Mr. V. Ramesh is a Commerce graduate, a Cost Accountant and a PGDM from IIM (Bangalore). He has 26 years of experience in leading Companies viz., Hindustan Unilever Limited, TVS Finance and Services Limited and Carborundum Universal Limited heading finance, commercial and operations.

- (ii) Past Remuneration drawn:

Not applicable since Mr. V. Ramesh was appointed as Managing Director w.e.f. 30th January, 2014.

- (iii) Recognition & Awards / Achievements:

He was awarded the BEST CFO by BUSINESS TODAY- YES BANK during the year 2011.

- iv) Job Profile and suitability:
Mr.V.Ramesh is the Managing Director of the Company and has been entrusted with the management of the Company subject to the supervision and control of the Board of Directors. He is also responsible to perform such other duties as may from time to time be entrusted by the Board. Taking into consideration the qualifications and expertise, he is best suited for the responsibilities assigned to him by the Board of Directors.
- (v) Remuneration proposed:
The terms of remuneration proposed are detailed in the resolution.
- (vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):
Taking into consideration the size of the Company, the profile of the appointee, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration paid to similar senior level appointees in other companies.
- (vii) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:
Besides the remuneration proposed, the appointee does not have any other pecuniary relationship with the Company.

b) Mr. V.SURI

- (i) Background details:
Mr. V. Suri is a Chartered Accountant and a Cost and Works Accountant with over 27 years of experience in the field of Finance, Treasury and Accounts. He had held the position of CFO in reputed companies such as Hitachi Home & Life Solutions Limited, TVS Finance and Services Limited and Roca Bathroom Products (India) Private Limited.
- ii) Past Remuneration drawn:
Not applicable since Mr.V.Suri was appointed as Manger under the Companies Act, 1956 effective from 19th October, 2013.
- iii) Recognition & Awards / Achievements: NIL
- iv) Job Profile and suitability:
Mr.V.Suri, the Chief Financial Officer of the Company was appointed as Manager under Companies Act, 1956 subject to the supervision and control of the Board of Directors. He was also responsible to perform such other duties as may from time to time be entrusted by the Board. Taking into consideration the qualifications and expertise, he was best suited for the responsibilities assigned to him by the Board of Directors.
- (v) Remuneration proposed:
The remuneration is detailed in the resolution.
- (vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):
Taking into consideration the size of the Company, the profile of the appointee, the responsibilities shouldered by him and the industry benchmarks, the remuneration paid is commensurate with the remuneration packages paid to similar senior level appointees in other companies.
- (vii) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:
Besides the remuneration proposed, the appointee does not have any other pecuniary relationship with the Company.

c) Mr. RAVINDRA S SINGHVI

- (i) Background details:
Mr.Ravindra S Singhvi is a Commerce Graduate, Chartered Accountant, holds a Degree in Law and a member of the Institute of Company Secretaries of India. He has worked in Birla Group of Companies, Thappars Group and was President of Indo Rama Synthetics (India) Limited before joining E.I.D.- Parry as the Managing Director with effect from 29th January, 2011.
- (ii) Past Remuneration drawn:
Mr. Ravindra S Singhvi was drawing an aggregate annual remuneration of Rs.163 Lakh for the financial year 2012-2013.
- iii) Recognition & Awards / Achievements: NIL
- iv) Job Profile and suitability:
Mr. Ravindra S Singhvi was the Managing Director of the Company from January 29, 2011 till April 10, 2013 and was entrusted with the management of the Company subject to the supervision and control of the Board of Directors. Considering his suitability, he was appointed as Managing Director by the Board of Directors and his appointment and remuneration was approved by the shareholders of the Company.
- v) Remuneration proposed:
The remuneration is detailed in the resolution.
- (vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):
Taking into consideration the size of the Company, the profile of the appointee, the responsibilities shouldered by him and the industry benchmarks, the remuneration paid is commensurate with the remuneration packages paid to similar senior level appointees in other companies.
- (vii) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:
Besides the remuneration paid, the appointee does not have any other pecuniary relationship with the Company.

d) Mr.P.GOPALAKRISHNAN

(i) Background details:

Mr. P. Gopalakrishnan is an Associate member of the Institute of Chartered Accountants of India and Institute of Cost & Works Accountants of India besides holding a Diploma in Business Finance from The Institute of Chartered Financial Analysts of India. He has over 25 years of experience in Finance and Business Management.

ii) Past Remuneration drawn:

Not applicable since Mr. P. Gopalakrishnan was appointed as Manager under Companies Act, 1956 w.e.f.11th April, 2013.

iii) Recognition & Awards / Achievements: NIL

iv) Job Profile and suitability:

Mr.P.Gopalakrishnan, Vice President (Finance) was appointed as Manager under Companies Act, 1956 and was approved by the shareholders of the Company subject to the supervision and control of the Board of Directors. He was also responsible to perform such other duties as may from time to time be entrusted by the Board. Taking into consideration the qualifications and expertise, he was best suited for the responsibilities assigned to him by the Board of Directors.

v) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of the appointee, the responsibilities shouldered by him and the industry benchmarks, the remuneration paid is commensurate with the remuneration packages paid to similar senior level appointees in other companies.

vi) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:
Besides the remuneration paid, the appointee does not have any other pecuniary relationship with the Company.

III. Other Information:

(i) Reasons for inadequate profits:

The Company has a consistent profit and dividend track record. During 2012/13, the Company earned Profit after tax of Rs. 331.71 Crore as against Profit after tax of Rs.137.32 Crore in previous year. The Company's major business is sugar. Sugar industry has been sailing through a challenging year with high sugar cane price and lower sugar price. This has impacted the financial performance of the Company. The current year's profits are estimated to be inadequate on account of the reasons stated above.

(ii) Steps taken by the Company to improve performance:

The Company has been focussing on total cost management, especially fixed cost reduction. Initiatives have been taken for improving operational parameters such as power/steam consumption, downtime, etc.

(iii) Expected increase in productivity and profits in measurable terms:

The above measures undertaken are expected to yield positive results in the coming years. Government of India having recognised the challenges of the industry announced the interest subvention scheme and is considering other sops. State Governments are also considering the proposals of Sugar Industry favourably

IV. DISCLOSURES

- (1) Remuneration package of the managerial person: Same is fully described in the respective Resolutions and Explanatory Statement.
- (2) Adequate disclosures will be made in 'Corporate Governance Report' attached to the Annual Report of the Company for the financial year ending March 31, 2014.

NOTES

- i) This notice is being sent to all the members whose names appear in the Register of Members/ list of beneficial owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') on 7th February, 2014.
- ii) In compliance with provisions of Section 192A of the Act read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 and Listing Agreement (Clause 35B), members may cast their votes either through Postal Ballot form or through electronic form (e-voting).
- iii) The Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating e-voting. e-voting is optional for members.
- iv) Members who have registered their e-mail ids for receipt of documents in electronic mode under the Green Initiative of the Ministry of Corporate Affairs are being sent Notice of Postal Ballot by e-mail and others are sent by post along with Postal Ballot Form.
- v) The Company has appointed Messrs. R.Sridharan & Associates, Company Secretaries in whole time practice as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.
- vi) As required under Rule 3C of the Companies (Passing of the Resolution by Postal Ballot) Rules 2011, details of dispatch of Notice and Postal Ballot Paper to the members will be published in at least one (1) English and one (1) Vernacular language newspaper circulating in Chennai.

You are requested to read the instructions printed on the Postal Ballot Form carefully and return the Form duly completed and signed in the attached Business Reply envelope, so as to reach the Scrutiniser on or before the close of working hours (18:00 hrs) on 22nd March, 2014. Please note that any Postal Ballot Form(s) received after the closing hours of the said date will be treated as not having been received. The Scrutiniser will submit his report to the Chairman of the Company after completion of the scrutiny of the Postal Ballot forms. The results of the Postal Ballot will be announced by the Chairman or any other Director of the Company on 24th March, 2014 at 10:30 a.m. at the registered office of the Company at "Dare House", Parrys Corner, Chennai – 600 001. The results of the Postal ballot will also be displayed at the Company's Registered Office and posted on the Company's website - www.eidparry.com besides communication to the Stock Exchanges where the company's shares are listed. The date of declaration of the results will be treated as the date of passing of the said resolution.

PROCEDURE FOR e-voting

We request you to follow the following procedure for e-voting;

- Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com. Click on the button "Shareholders" and select the Electronic Voting Sequence Number "EVSN" of "E.I.D.- PARRY (INDIA) LIMITED" from the drop down menu on the next page.
- You can then log into the e-voting system using your User – id, PAN and the password.
- After logging in, for the first time, you will have to mandatorily change your password in the new password field and confirm your demographic details. In the demographic details, you may also provide your e-mail address and your mobile number. Kindly remember that this password can be used for voting on future resolutions of any other Company as well.
- Click on the resolution file link if you wish to view the complete resolution.
- You will then be directed to the voting page where you will be able to select the 'YES / NO' options and enter the number of shares under each of the headings (No. of votes to be casted on the resolutions), but not exceeding your total holding.
- After selecting the list of resolutions, you have decided to vote on, click on submit. A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you voted on a resolution, you will not be allowed to modify your vote.
- You can log in any number of time till you have cast your vote on the resolution or till the end of voting period whichever is earlier.
- If you have any queries or issues regarding e-voting, please contact helpdesk.evoting@cdslindia.com.
- Corporate/Institutional Members (corporate/FIs/FIIs/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to rsaevoting@gmail.com with copy to helpdesk.evoting@cdslindia.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name _EVSN".
- The voting period for e- voting module ends on 22nd March, 2014. The e- voting module shall also be disabled by CDSL at 5.30 p.m. on the same day. Votes should be cast following the aforementioned process, on or before the close of working hours on 22nd March, 2014. All votes cast after the said date will be treated as if replies from such members have not been received.
- Members, who have registered their e-mail ids for receipt of documents in electronic mode under the Green Initiative of MCA have been sent Postal Ballot Notice by e-mail and who wish to vote through Ballot Form can obtain the Ballot Form from Share Transfer Agent, Karvy Computershare Private Limited, 17-24, Vittalrao Nagar, Madhapur, Hyderabad- 500 081 and fill in the details and send the same to the Scrutinizer by Post.

By Order of the Board
For **E.I.D.- Parry (India) Limited**

Chennai
Date: 30.01.2014

G.Jalaja
Company Secretary

DESPATCH OF ANNUAL REPORTS AND OTHER DOCUMENTS IN ELECTRONIC MODE

The Ministry of Corporate Affairs has come up with a Green Initiative of permitting the service of documents upon the shareholders through e-mail or other permissible modes instead of physical mode. In accordance with this, your company here provides an opportunity to all the members for getting their e-mail ids registered and giving consent for sending the notice/ and or documents to them through e-mail. Others who do not opt for electronic mode of information or whose e-mail id is not registered with the Company would be served information in the manner as provided under Section 53 of the Companies Act, 1956.

Kindly register your e-mail ids for this purpose by sending an e-mail to the following e-mail id viz., eidparry.cs@karvy.com by quoting your folio no/ DP ID and Client ID.