VISION 2020
-BIGGER & BETTER-

Security and Intelligence Services (India) Limited
A Market Leader in Security

Date: February 14, 2018

National Stock Exchange of India Limited
Exchange Plaza
C-1, Block G, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

NSE Symbol: SIS

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

BSE Code: 540673

Dear Sir/Madam,

Sub: Postal Ballot Notice

In continuation to our intimation dated February 9, 2018, please find enclosed the Postal Ballot Notice and Postal Ballot Form.

The Postal Ballot Notice is being sent to all the shareholders whose names appear in the Register of Members/Beneficial Owners as on February 9, 2018 ("cut-off date"), seeking their approval for the Special Businesses as set out in the Notice.

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for the purpose of providing e-voting facility to all its shareholders. The voting period will commence on Friday, February 16, 2018 (9:00 hrs IST) and shall end on Saturday, March 17, 2018 (17:00 hrs IST). The results of the postal ballot will be announced on or before Monday, March 19, 2018.

This is for your information and records.

Thanking you.

Yours Faithfully,
For **Security and Intelligence Services (India) Limited**

Pushpalatha K
Company Secretary

Security and Intelligence Services (India) Limited

Address for correspondence: #106, 1st Floor, Ramanashree Arcade, 18 MG Road, Bangalore 560 001 Karnataka
Registered office: Annapoorna Bhawan, Patliputra Telephone Exchange Road, Kurji, Patna 800 010 Bihar
Website: www.sisindia.com Tel: +91 80 2559 0801
CIN: L75230BR1985PLC002083

Security and Intelligence Services (India) Limited
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SECURITY AND INTELLIGENCE SERVICES (INDIA) LIMITED

CIN- L75230BR1985PLC002083
Regd. Office- Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna-800 010
Ph. No. +91 612 226 6666 **Fax.** +91 612 226 3948
E-mail: shareholders@sisindia.com **website:** www.sisindia.com

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s)or re-enactment thereof for the time being in force), that the resolutions appended below are proposed to be passed by the members through Postal Ballot/Electronic Voting (E-voting).

An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons thereof is annexed to this Postal Ballot Notice, along with a Postal Ballot Form ("the Form") for your consideration.

SPECIAL BUSINESS:

Item No. 1: Issue of Secured Redeemable Rated Listed Non-Convertible Debentures upto INR 500 Crores on private placement basis in one or more tranches.

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

"RESOLVED THAT pursuant to the provisions of Section 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), SEBI (Issue and Listing of Debt Securities) Regulations, 2008, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and other applicable laws and the provisions of the Memorandum and Articles of Association of the Company and subject to such other approval(s), consent(s) and permission(s) as may be necessary, the consent of the members be and is hereby accorded 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) for issuing, making offer(s) or invitation(s) to subscribe to Secured Redeemable Rated Listed Non-Convertible Debentures ("NCDs") on private placement, in one or more series/tranches, to the eligible investors upto an amount not exceeding INR 5,00,00,00,000 (Indian Rupees Five Hundred Crores).

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board/Committee of the Board be and are hereby authorised to do, from time to time, all such acts, deeds and things as may be deemed necessary pre and post the issue, in respect of issue of NCDs, including but not limited to, number of issues/tranches, face value, issue price, issue size, timing, amount, tenor, method of issuance, security/charge creation, coupon/interest rate, yield, listing, allotment, and other terms and conditions of issue of NCDs as proper and most beneficial to the Company and all matters connected with or incidental thereto, as they may, in their absolute discretion, deem necessary for this purpose."

Item No. 2: Giving loans, guarantees, providing security and/or acquiring the securities of any other body corporate upto INR 1,200 crores.

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

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force)and subject to such other approval(s), consent(s) and permission(s) as may be necessary, the consent of the members be and is hereby accorded to the Board of Directors for (I) giving any loan to any person or other body corporate and/or (ii) giving any guarantee or providing any security in connection with a loan to any other body corporate and/or (iii) acquiring whether by way of subscription, purchase or otherwise, the securities of any other body corporate upto to an amount not exceeding INR 12,00,00,00,000 (Indian Rupees Twelve Hundred Crores) which shall be over and above the limits as specified in Section 186(2) of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby authorised to determine the terms and conditions for the acquisition of securities to be made, loans and guarantees to be given and /or security to be provided to any person or any body corporate and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to delegate all or any of these powers to any Committee of Directors or any other person."

Item No. 3: Creation of charge by way of mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of the borrowings upto INR 1,500 Crores.

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

"RESOLVED THAT pursuant to the provisions of Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other approval(s), consent(s) and permission(s) as may be necessary, the consent of the members be and is hereby accorded to the Board of Directors to create charge(s), mortgage (s) and/ or hypothecation(s), in addition to the existing charge(s), mortgage(s) and hypothecation(s) created by the Company, on all or any of the movable and /or immovable properties of the Company, both present and future and/or on the whole or any part of the undertaking(s) of the Company, in such form, manner and time as the Board may deem fit, for securing any loans and/or borrowings and/or advances and/or financial assistance taken or to be taken in foreign currency and/or rupee currency by the Company from any lender including without limitation, any bank, financial or other institutions, non-resident Indians, foreign institutional investors, public financial institutions, any other persons, bodies corporates and/or eligible foreign lenders and/or entities or in favour of trustees for debenture holders that may be appointed here after, as security for the debentures/bonds that may be issued by the Company and/or for the purpose of securing the securities (comprising convertible and/or non-convertible debentures and/or any other debt instruments), upto an amount not exceeding INR 15,00,00,00,000 (Indian Rupees Fifteen Hundred Crores) (apart from temporary loans obtained / to be obtained from the Company's bankers in the ordinary course of business) and containing such terms and conditions and covenants as may be agreed to between the Board of Directors and the lenders/trustees from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem fit, necessary or appropriate."

Registered Office:
Annapoorna Bhawan
Telephone Exchange Road, Kurji
Patna – 800 010

By Order of the Board
For Security and Intelligence Services (India) Limited

Place : Delhi
Date : February 9, 2018

Pushpalatha Katkuri
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts and the reasons for the proposals is annexed hereto.

2. The Board of Directors of the Company ("the Board") at its meeting held on February 9, 2018, has appointed Ms. Ambika VS, Partner of R.K. Bhat and Co., Company Secretaries as the Scrutinizer for conducting the Postal Ballot and E-voting process in a fair and transparent manner.

3. The Postal Ballot Notice is being sent to the members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on February 9, 2018.

4. The Postal Ballot Notice along with the Postal Ballot Form is being sent to the members in electronic form to the e-mail addresses registered with their Depository Participant /the Company's Registrars and Transfer Agents. Members who receive the Postal Ballot Notice by e-mail and who wish to vote through physical Postal Ballot Form can download the same from the website of the Company www.sisindia.com. In case of members whose e-mail IDs are not registered, physical copy of this Postal Ballot Notice and Form is being sent by permitted mode along with a postage pre-paid self-addressed business reply envelope.

5. Members whose names appear on the Register of Members/List of Beneficial Owners as on February 9, 2018 ("cut-off date") will be considered for the purpose of voting. The voting rights of the members shall be in proportion to the shares held by them in the paid-up share capital of the Company. A person who is not a member on the cut-off date should treat the Notice for information purposes only.

6. Resolutions passed by the members through Postal Ballot are deemed to have been passed as if they are passed at a General Meeting of the members.

7. Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case members cast their votes through both the modes, voting done by e-voting shall be treated as valid and votes cast through physical Postal Ballot Form will be treated as invalid.

8. In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108, 110 and other applicable provisions of the Act, read with the relevant Rules, the Company is offering e-voting facility to all its members as an alternate mode to exercise their right to vote and has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide e-voting facility. Instructions to be followed for voting through electronic means are provided in Note No. 14 to this Notice. Members cannot exercise votes by proxy, though corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization.

9. In case where a member wishes to obtain a printed Postal Ballot Form or a duplicate, he or she may send an email to shareholders@sisindia.com. The registrar and share transfer agent / Company shall forward the same along with postage-prepaid self-addressed business reply envelope to the member.

10. Members desiring to exercise their vote by physical Postal Ballot are requested to carefully read the instructions printed on the Form and return the Form duly completed and signed in the enclosed self-addressed business reply envelope so as to reach the Scrutinizer not later than 17:00 hrs (IST) on March 17, 2018. The Scrutinizer's decision on the validity of the Postal Ballot shall be final. Postal Ballot Forms received after 17:00 hrs (IST) on March 17, 2018 shall be deemed invalid.

11. The Scrutinizer will submit his report to the Chairman or any other person authorised by the Chairman, after completion of the scrutiny of the Forms and votes cast through E-voting. The result of the voting by Postal Ballot will be announced by the Chairman or any other Director of the Company duly authorised on or before March 19, 2018 and will also be displayed on the Company's website www.sisindia.com and on the website of CDSL www.evotingindia.com and communicated to the stock exchanges where the shares of the Company are listed.

12. This Postal Ballot Notice is also placed on the website of the Company www.sisindia.com and on the website of CDSL www.evotingindia.com.

13. The resolutions, if approved by requisite majority, shall be deemed to have been passed on the last date of receipt of the Postal Ballot Forms/E-voting i.e. Saturday, March 17, 2018.

14. Instruction for Voting:

A. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM

i) Members desiring to exercise their vote by physical Postal Ballot are requested to carefully read the instructions printed on the Postal Ballot Form and shall complete the enclosed Postal Ballot Form with assent (for) or dissent (against) and send it to the Scrutinizer in the enclosed self-addressed postage prepaid business reply envelope. Postage charges will be borne and paid by the Company. However, in case a member sends the Postal Ballot Form by courier or registered post or delivers it in person at his expense, such Postal Ballot Forms will also be accepted.

ii) The Postal Ballot Form, duly completed and signed by the member(s) should be returned in the enclosed self-addressed postage pre-paid business reply envelope directly to the Scrutinizer at Link Intime India Private Limited, Unit: Security and Intelligence Services (India) Limited, C-101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai – 400 083, India., so as to reach the Scrutinizer before the close of working hours on Saturday, March 17, 2018 i.e. 17:00 hrs IST. Any Postal Ballot Form received after the said date shall be treated as if the reply from the member(s) has not been received. No other form or photocopy of the Postal Ballot Form will be permitted/ accepted.

B. VOTING THROUGH ELECTRONIC MEANS

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108, 110 and other applicable provisions of the Act, read with the relevant Rules, the Company

is pleased to provide e-voting facility to all its members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its members.

The instructions for shareholders voting electronically are as under:

(i) The voting period will begin on February 16, 2018 (from 9.00 hrs IST) and will end on March 17, 2018 (at 17:00 hrs IST). During this period, members of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The cut-off date for e-voting facility is February 9, 2018 and members whose names appear on the register of members/list of beneficial owners shall be entitled to avail the service.

(iii) The members should log on to the e-voting website www.evotingindia.com

(iv) Click on "Shareholders / Members" tab.

(v) Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in DEMAT form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on address sticker.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the company selection screen. However, members holding shares in DEMAT form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the DEMAT holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) After selecting the resolution 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.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xviii) If DEMAT account holder has forgotten the changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) Note for Institutional Members (Non Individual and Custodians)

- Institutional members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

EXPLANATORY STATEMENT
PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

ITEM NO. 1

The Company proposes to raise funds by issue of secured redeemable rated listed Non-convertible Debentures ("NCDs") on private placement basis in one or more tranches to the eligible investors viz., domestic entities/NBFCs/Mutual Funds up to INR 500 Crores to fund its growth plans.

Subject to the approval of the shareholders, the Board has, in its meeting held on February 9, 2018, approved to issue NCDs upto INR 500 Crores on private placement basis in one or more tranches on such terms and conditions as may be determined by the Board.

Pursuant to the provisions of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, the company shall obtain prior approval of the shareholders byway of a special resolution for offering or making an invitation to subscribe NCDs on private placement basis and the resolution shall be valid for a period of one year for all the offers or invitations for such NCDs made during the year.

The proposed borrowings along with the existing borrowings of the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) would not exceed the borrowing limit approved by the shareholders i.e. INR 1,500 Crores.

Accordingly, the approval of the shareholders is being sought by way of special resolution for the proposed issue of NCDs and for authorising the Board/Committee to issue NCDs on the terms and conditions as may be deemed appropriate by the Board/Committee.

The Board recommends the resolution as set out at Item No. 1 as a Special Resolution, for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way concerned or interested financially or otherwise in the resolution.

ITEM NO. 2

Pursuant to Section 186 of the Companies Act, 2013 read with the rules made thereunder, the Board of Directors are authorised to give loan, guarantee or provide security in connection with the loan to any person or other body corporate, or acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, up to 60% of the paid up capital, free reserves and securities premium or 100% of free reserves and securities premium whichever is higher. The Company needs to take prior approval of the shareholders by way of Postal Ballot for providing loans, giving guarantees/security or acquiring securities in excess of the above limits.

To fund its growth plans, the Company may acquire securities of other bodies corporate, give loans and/or give guarantees or provide security to any other body corporate. Accordingly, the approval of the shareholders is being sought by way of special resolution for authorising the Board of Directors to give loans, guarantees or provide security and/or acquire securities upto an amount not exceeding INR 1,200 Crores over and above the limits prescribed in sub-section (2) of Section 186 of the Act.

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

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way concerned or interested financially or otherwise in the resolution.

ITEM NO. 3

The Members of the Company had, in their Annual General Meeting held on September 29, 2014, authorised the Board of Directors to borrow money upto INR 1,500 Crores (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business).

The borrowings by the Company may, if necessary, be secured by way of charge/mortgage/hypothecationon the Company's assets in favour of the lenders. In terms of the provisions of clause (a) of sub-section (1) of section 180 of the Companies Act, 2013, the sale, lease or disposal of the whole, or substantially the whole of the undertaking requires approval of the shareholders by way of a special resolution and creating a charge or mortgage on the whole, or substantially the whole of the undertaking may be deemed as a “disposal”.

Accordingly, the approval of the shareholders is being sought for authorising the Board of Directors to create a charge by way of mortgage/hypothecation on the movable and immovable properties of the Company to secure the borrowings of the Company availed by it from time to time upto INR 1,500 Crores.

The Board recommends the resolution as set out at Item No. 3 as a Special Resolution, for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way concerned or interested financially or otherwise in the resolution.

Security and Intelligence Services (India) Limited
A Market Leader in Security

SECURITY AND INTELLIGENCE SERVICES (INDIA) LIMITED

CIN - L75230BR1985PLC002083
Regd. Office - Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna-800 010
Ph. No. +91 612 226 6666 **Fax.** +91 612 226 3948
E-mail: shareholders@sisindia.com; **website**: www.sisindia.com

POSTAL BALLOT FORM

(Please read the instructions carefully before filling this form)

Serial No.:

1.	Name and Registered address of the Sole/First Member (In block letters)	:	
2.	Name(s) of the Joint Member(s), if any	:	
3.	Registered Folio no./*DP ID No./Client ID No. (*Applicable to members holding shares in dematerialized form)	:	
4	No. of Equity Share(s) held	:	

I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the business stated in the Notice of Postal Ballot by conveying my/our assent (FOR) or dissent (AGAINST) to the said resolutions by placing the tick mark (√) in the appropriate column below:

Item No.	Particulars	No. of Equity shares held by me/us	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	Special Resolution - Issue of Secured Redeemable Rated Listed Non-Convertible Debentures upto INR 500 Crores on private placement basis in one or more tranches.			
2.	Special Resolution – Giving loans, guarantees, providing security and/or acquiring the securities of any other body corporate upto INR 1,200 Crores.			
3.	Special Resolution - Creation of charge by way of mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of the borrowings upto INR 1,500 Crores.			

Place :

Date :

(Signature of the Member/Authorised Representative)

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	User ID	*Default PAN

*Only those Members who have not updated their PAN with the Company / Depository Participant shall use "Default PAN" in the field PAN.

Note: Please read the instructions given overleaf carefully before exercising your vote.

INSTRUCTIONS:

1. A Member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid business reply envelope. Postage charges will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if deposited in person or sent by courier or registered post/speed post at the expense of the Member will also be accepted.

2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.

3. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Member and in his/ her absence, by the next named Member.

4. Duly completed and signed Postal Ballot Form should reach the Scrutinizer on or before the close of working hours i.e. 17:00 hrs (IST) on March 17, 2018. All Postal Ballot Forms received after this date will be strictly treated as if the reply from the Member has not been received.

5. There will be only one Postal Ballot Form for every folio irrespective of joint holder(s). Postal Ballot cannot be exercised by a proxy.

6. A Member may request for a duplicate Postal Ballot Form, if so required, from the Company. However, the duly filled-in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in point (4) above.

7. In case of shares held by companies, institutional investors, trusts etc. the duly completed Postal Ballot Form should be accompanied by a relevant Board resolution/Authority Letter duly certified/attested by authorised signatory/(ies).

8. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.

9. A Member need not use all his/her votes nor cast all the votes in the same way.

10. A Member can opt for only one mode of voting, i.e., either by physical ballot or e-voting. If a Member cast votes by both modes, then voting done through E-voting shall prevail and votes cast through physical Postal Ballot Form will be treated as invalid.

11. The voting rights of the Members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on February 9, 2018.

12. Member(s) are requested not to send any other paper along with the Postal Ballot Form, other than as required, in the enclosed self-addressed pre-paid business reply envelope as such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be able to act on the same.

13. The votes of a Member will be considered invalid on any of the following grounds:

    a. If the Postal Ballot form has not been signed by or on behalf of the Member;
    b. If the Member's signature does not tally;
    c. If the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate Shares voted for 'Assent' and 'Dissent' exceeds total number of shares held;
    d. If the Member has made any amendment to the Resolution or imposed any condition while exercising his/her/its vote.
    e. If the Postal Ballot Form is incomplete or incorrectly filled;
    f. If the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified, or one or more of the above grounds;
    g. If the Form other than the one issued by the company is used.