Manali Petrochemicals Limited
SPIC House, 88, Mount Road, Guindy, Chennai - 600 032
Telefax : 044 - 2235 1098 Website : www.manalipetro.com
CIN : L24294TN1986PLC013087

Ref: MPL / Sectl / BSE & NSE / E-2 & E-3 / 2021
4th October 2021

The Manager,
Listing Department,
BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Tower,
Dalal Street, Fort,
Mumbai – 400 001.
Stock Code: 500268

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (East)
Mumbai – 400 051
Stock Code: MANALIPETC

Dear Sir,

Sub: Notice of Postal Ballot – reg
Ref: Our letter of even number dated 29th September 2021

Please find attached a copy of the Postal Ballot Notice dated 4th October 2021 seeking consent of the Members for the Special Businesses as per details given in the Notice. The notices are being dispatched to the Members electronically to those who have registered their e-mail addresses with the Company/DP.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For Manali Petrochemicals Limited

R Kothandaraman
Company Secretary

Encl.: As above

MANALI PETROCHEMICALS LIMITED Chennai 600 032

Manali Petrochemicals Limited

Registered Office: SPIC House, 88, Mount Road, Guindy, Chennai – 600 032
CIN: L24294TN1986PLC013087, Telefax: 22351098
Website: www.manalipetro.com, E-mail: companysecretary@manalipetro.com

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013)

Dear Member(s)

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 (the Act), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) for obtaining the consent of the Members through postal ballot for the Special Business by way of Special Resolutions, for approval of amendments to the Memorandum and Articles of Association of the Company and by way of Ordinary Resolutions for appointment of Mr. T K Arun [DIN 02163427] as an Independent Director, for Mr. Muthukrishnan Ravi [DIN:03605222] Managing Director, to hold an office or place of profit in Notedome Limited, a subsidiary of the Company and ratification of Cost Auditors' remuneration for the year 2021-22.

SPECIAL BUSINESS

1. **Amendment to the Objects Clause of the Memorandum of Association**

   To consider and if thought fit, to give assent/dissent to the following as a Special Resolution:

   RESOLVED THAT

   a. Pursuant to Section 13 of the Companies Act, 2013 and other applicable provisions, if any, the Rules made thereunder, and subject to such approvals as may be necessary, sanction is accorded for amendment of the Objects Clause of the Memorandum of Association of the Company by substituting the existing Clause III (2) with the following:

      "2. To set up plants and operate, render consultancy services and engage in Research and Development activities; and to maintain, render assistance and services of all and every kind or any description for manufacturing, altering, improving, trading, importing and exporting all petrochemicals, heavy chemicals, agro-chemicals, fertilizers, basic materials for detergents; detergents and their by-products of every description; catalysts, packing and packaging materials, equipment, components, consumables and similar materials used/ required for production and distribution of the said products; whether required for commercial, civil or military, defence purposes or otherwise."

   b. The Board of Directors is authorised to do all such acts, deeds, matters and things as may be necessary, usual, proper or expedient in connection with the above proposal.

2. **Amendments to the Articles of Association of the Company**

   To consider and if thought fit, to give assent/dissent to the following as a Special Resolution:

   RESOLVED THAT

   a. Pursuant to Section 14 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and subject to such approvals as may be required, sanction is accorded for amendment of the Articles of Association of the Company by substitution of the existing Articles with the new Articles or as the case may be, by insertion of new Articles as specified in the below table:

Article	Existing Article/Clause	New Article/Clause
1	The Regulations contained in Table 'A' in the First Schedule to the Companies act 1956 shall not apply to the Company except in so far asthey are embodied in the following Articles, which shall be the regulations for the Management of the Company.	The Regulations contained in the Model Articles specified under the extant Companies Act shall apply to the Company to the extent they are not inconsistent with those embodied in the following Articles, which shall be the regulations for management of the Company.

Article	Existing Article/Clause	New Article/Clause
2 (a)	"The Act" or "The Companies Act" shall mean "The Companies Act,1956"	"The Act" or "The Companies Act" shall mean the Companies Act, for the time being in force in India and include the rules, regulations and other directives issued thereunder. Any reference in these Articles to any previous enactments shall be construed to refer to the extant Companies Act and the provisions shall be interpreted as per the extant Act. In case of any inconsistency or variation between any of the Articles and the Act for the time being in force, the provisions of the Act shall be applicable and such Articles shall be deemed to have been amended to this extent.
2A (Marginal Note)	----	*Company's Power to rights, privilege, etc.*
2A	----	In respect of any right, privilege or authority to the Company granted under the Act or any other law for the time being in force, but requiring specific authorization in the Articles of Association, such authorization is hereby provided to the Company. Accordingly, the Company is hereby empowered to have such right, privilege or authority and be entitled to carry out its activities as have been permitted under the Act or as the case maybe, any other law and wherever required, as if such separate/specific Article has been embodied in these presents.
3A (Marginal Note)	----	*Buy back of shares*
3A	----	The Company may purchase its own shares from its Members as provided in the Act and relevant regulations.
7 (II)	The Directors may with the sanction of the Company in general Meeting offer and allot shares to any person at their discretion provided that such sanction is accorded either by: a. a special resolution passed at any General Meeting; b. by an ordinary resolution passed at a General Meeting by a majority of the voters cast with the approval of the Central Government in accordance with Section 81 of the Act.	The Directors may with the sanction of the Company in General Meeting, offer and allot shares to any person at their discretion provided that such sanction is accorded as specified in the Act and/or any other law for the time being in force.
10 (Marginal Note)	Not to issue shares with disproportionate rights	*Issue of shares with disproportionate rights*
10	The company shall not issue any shares (not being preference shares) which carry voting right or rights in the company as to dividend, capital or otherwise which are disproportionate to the rights attached to the holders of other shares not being preference shares.	Subject to the relevant provisions of the Act, the Company may issue any equity shares with differential rights as to dividend, voting or otherwise.
55 (1)	The Company shall keep a book to be called the "Register of Members" and therein shall be entered the particulars of every transfer or transmission of any share and all other particulars of shares required by the Act to be entered in such Register.	The Company shall keep a book to be called the "Register of Members" and therein shall be entered the particulars of every transfer or transmission of any share and all other particulars of shares required by the Act to be entered in such Register. Inspection of the Register and provision of copies shall be as prescribed under the Act. The fee for such inspection or copies shall, subject to the limits, if any prescribed under the Act, be as determined by the Board from time to time.

Article	Existing Article/Clause	New Article/Clause
91 (c)	Subject to the provisions of the Act, the Company in General Meeting may by special resolution sanction and pay to the Directors in addition to the said fees set out in sub-clause (a) above, a remuneration of not exceeding one percent (1%) of the net profits of the company calculated in accordance with the provisions of Section 198 of the Act. The said amount of remuneration so calculated shall be divided equally between all the Directors of the Company who held office as Directors at any time during the year of account in respect of which such remuneration is paid or during any portion of such year irrespective of the length of the period for which they had held office respectively as such Directors.	Subject to the provisions of the Act, the Company in General Meeting may by special resolution sanction and pay to the Directors, other than executive directors, in addition to the said fees set out in sub-clause (a) above, a remuneration not exceeding such percentage of the net profits of the company calculated in accordance with the provisions of the Act. The said amount of remuneration shall be paid to all or any such Director(s) of the Company who held office as Non-Executive Director at any time during the financial year in respect of which such remuneration is paid in such proportion or manner as prescribed under the Act or as determined by the Board.
153	The seal shall not be affixed to any instrument except by authority of a resolution of the Board or committee and unless the Board otherwise determines every deed or other instrument to which the seal is required to be affixed shall, unless the same is executed by a duly constituted attorney for the company, be signed by two Directors, in whose presence the seal shall have been affixed and counter signed by the Secretary or such other person as may from time to time be authorised by the Board and provided nevertheless that any instrument bearing the seal of the Company and issued for valuable consideration shall be binding on the Company notwithstanding any irregularity touching the authority to issue the same provided also the counter signature of the Managing Director or whole time Director or other authorised person shall not be necessary in the case of instrument executed in favour of the Managing Director or Whole Time Director or the said authorised person, which shall be sealed in the presence of any one Director and signed by him on behalf of the company. –	The seal shall not be affixed to any instrument except by authority of a resolution of the Board or Committee. Unless the Board otherwise determines every deed or other instrument to which the seal is required to be affixed shall, unless the same is executed by a duly constituted attorney for the Company, be signed by at least one Director or such other person as may be authorized by the Board, in whose presence the seal shall have been affixed and counter signed by the Secretary or such other person as may from time to time be authorised by the Board. Provided nevertheless that any instrument bearing the seal of the Company and issued for valuable consideration shall be binding on the Company notwithstanding any irregularity touching the authority to issue the same. Provided also that the counter signature of the Managing Director or Whole Time Director or other authorised person shall not be necessary in the case of instrument executed in favour of the Managing Director or Whole Time Director or the said authorised person, which shall be sealed in the presence of any one Director and signed by him on behalf of the company.

b. The Board of Directors is authorised to do all such acts, deeds, matters and things as may be necessary, usual, proper or expedient in connection with the above proposal.

3. Approval for appointment of Mr. T K Arun, [DIN: 02163427] as an Independent Director of the Company

To consider and if thought fit, to give assent/dissent to the following as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 149, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder, SEBI (LODR) Regulations, 2015 and the Articles of Association of the Company, the appointment of Mr. T K Arun, (DIN: 02163427) as an Independent Director of the Company for a period of five years from 29th September 2021 is approved.

4. Approval for Mr. Muthukrishnan Ravi, [DIN: 03605222] Managing Director to hold an office or place of profit in Notedome Limited, UK a subsidiary of the Company

To consider and if thought fit, to give assent/dissent to the following as an Ordinary Resolution:

RESOLVED THAT

a. Pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and subject to such other approvals as may be required sanction is accorded to appoint Mr. Muthukrishnan Ravi, (DIN: 03605222), Managing Director, to hold office or place of profit in Notedome Limited, UK, a Subsidiary of the Company on such terms and conditions as may be decided from time to time

by the Board of Directors of the said Subsidiary, which shall be, in addition to his holding an office or place of profit in AMCHEM Speciality Chemicals Private Limited, Singapore, as approved earlier by the Members through Postal Ballot on 26-03-2016.

b. The Board of Directors is authorised to do all such acts, deeds, matters and things as may be necessary, usual, proper or expedient in connection with the above proposal.

5. Ratification of remuneration to Cost Auditors for the year 2021-22

To consider and if thought fit, to give assent/dissent to the following as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013, the remuneration of ₹ 2,50,000/- (Rupees two lakh fifty thousand only) to M Krishnaswamy & Associates, Cost Accountants, Chennai, the Cost Auditors of the Company for the year 2021-22 is ratified.

The Explanatory Statement pursuant to Section 102(1) of the Act setting out the material facts and reasons thereto, is appended. All documents referred to in the Notice and in the Explanatory Statement are open for inspection electronically on the website of the Company till 5th November 2021.

By Order of the Board
For Manali Petrochemicals Limited

Place: Chennai
Date: 04-10-2021

R Kothandaraman
Company Secretary

Important Notes:

1. This Notice is being sent only in electronic form, in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular dated 23rd June 2021, to all the shareholders whose names appear on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as at the close of business hours on Thursday, the 30th September 2021 and who have registered their email id with the Company / Depositories.
2. The Notice of Postal Ballot has also been placed on the Websites of the Company and CDSL.
3. The postal ballot facility through E-voting is being provided to the Members in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the relevant Circulars.
4. The Company has engaged the services of CDSL to provide the E-voting facilities, enabling the Members to cast their votes electronically in a secure manner.
5. Detailed guidance for doing the E-voting is appended to this Notice.
6. The E-voting will commence on Thursday, the 7th October 2021 (9.00 A.M.) and end on Friday, the 5th November 2021 (5.00 P.M.).
7. M/s. B Chandra & Associates, Practising Company Secretaries, Chennai, have been appointed as the Scrutinizers, in terms of the resolution of the Board passed at its meeting held on 29th September 2021 for conducting the voting by postal ballot through electronic means in a fair and transparent manner.
8. The Scrutinizers will submit their report on the results to the Chairman of the Company or any person authorized by him, after completion of the scrutiny of voting. The results will be announced by the Chairman or any other director of the Company, at the registered office of the Company at SPIC House, 88, Mount Road, Guindy, Chennai 600 032 on or before Tuesday, 9th November 2021. It will be declared by placing it along with the Scrutinizer's report on the Company's website www.manalipetro.com, the website of the Agency and communicated to the Stock Exchanges as required under the relevant law.
9. The last date of voting, i.e., Friday, the 5th November 2021 will be taken to be the date of passing of the said resolutions.

10. Members requiring any clarification may contact the Company Secretary and Compliance Officer at the registered office of the Company at the address given above or through e-mail viz., companysecretary@manalipetro.com
11. Grievances, if any, connected with E-voting may be addressed to Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
12. Non-Individual Members shall make sure that the Power of Attorney or as the case may be certified copy of the Board Resolution to exercise the voting on behalf of the entity has been duly registered or provided to the Scrutinizers through e-mail to bchandraandassociates@gmail.com

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EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item 1

At present the main objects of the Memorandum of Association (MOA) contain activities encompassing mainly petrochemicals, other chemicals, and similar products. There is no provision to take up allied activities like manufacture/ sale of catalysts, packing and packaging materials, equipment, components, consumables, and similar materials used/required for production and distribution of the said products.

The Company is exploring various options for growth through expansion of existing operations and also brown field projects, some of which may have activities allied to the main objects, which are not at present covered in the Objects Clause. So, it has been advised that the existing Clause III (2) of the MOA be amended to include the aforesaid allied activities so that the Company would be able to have more flexibility in its expansion plans.

Board recommends the resolution for approval by the Members as a Special Resolution. None of the directors or Key Managerial Personnel of the Company or their relatives are interested or concerned financially or otherwise in the above resolution.

Item 2

The Company was incorporated under the 1956 Act and the provisions in the Articles of Association (AoA) refer to this Act. The 1956 Act has been replaced with Companies Act, 2013 and so the references therein are not relevant at present. Further, certain provisions in the Articles are not aligned to the Act of 2013 and some new items are required to be included in the Articles specifically.

The major changes relate to the following viz., change in the definition of the word “Act” to mean the present law, rules and directives, applicability of the provisions of the Model Articles, issue of shares with differential voting rights, buy back of shares, issue of sweat equity, and the like as detailed in the resolution.

Though the provisions of the Act shall prevail over the Articles, it is now proposed that for the sake of good order and also to include the matters required to be covered, the Articles may also be amended.

Board recommends the resolution for approval by the Members as a Special Resolution. None of the directors or Key Managerial Personnel of the Company or their relatives are interested or concerned financially or otherwise in the above resolution.

Item 3

Mr. T K Arun [DIN: 02163427] was a Director of the Company representing Tamilnadu Industrial Development Corporation Limited (TIDCO) from 2009 to 2017 and resigned in November 2017, upon his superannuation from TIDCO. Given his qualification, experience and knowledge, he was well qualified to be an Independent Director of the Company. However, as he was a KMP of TIDCO, one of the Promoters and also Associate of MPL, there were regulatory restrictions on his taking up such a position in the Company for 3 years, post his retirement.

In order to benefit from his vast knowledge and experience on various corporate issues, governance matters and acquaintance with the Company, pending completion of the said regulatory restrictions, he was appointed as a Non-Executive Director in February 2018 under Non-Independent category. The said cooling off period has since been fulfilled and he is now eligible to be appointed as an Independent Director.

The profile of Mr. Arun is as below:

Mr. T K Arun, aged about 62 years, is a graduate in Commerce from University of Madras and is an Associate Member of the Institute of Company Secretaries of India, New Delhi. He joined Tamilnadu Industrial Development Corporation Limited (TIDCO) and after an illustrious service of over 3 decades, retired as its Senior General Manager and Secretary in October 2017.

Mr. Arun has over 35 years of experience in investment promotion and project development. He worked in multiple state and central government organizations in various sectors including, equity investments, investment promotion, ports, water supply and infrastructure. He has wide experience in commercial negotiations, contracting and contract management, structuring of PPP infrastructure projects in Ports, roads and IT sectors, procurement of developers for PPP projects, management of PPP contracts, management of project contracts including financing, concession documentation, arbitration and conciliation proceedings and asset re-structuring. Post his retirement from TIDCO he is advising established corporates on legal, administrative and governance processes.

He had served as Director of many companies assisted by TIDCO including MPL. Having served on the Boards and Committees of several companies for over ten years, he has a good exposure to company management and corporate governance. At present, Mr. Arun is a Member of the Risk Management Committee (RMC) of the Company. He does not hold any shares in the Company nor is related to any of the directors. He is a Director of Southern Petrochemical Industries Corporation Limited (SPIC) and Member of its Audit Committee, Stakeholders Relationship Committee and RMC.

In the opinion of the Board, Mr. Arun fulfills the conditions specified in the Companies Act, 2013 and the Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as Independent Director of the Company and he is independent of the Management of the Company.

The Nomination and Remuneration Committee in its recommendation to the Board on the above proposal has stated that considering his previous experience with TIDCO in various capacities and his position as a Director of various companies for over a decade, including in the Company, it is viewed that the appointee has the ability to identify and critically assess strategic opportunities and threats to the business. He can also guide development of strategies to achieve the overall goals and provide guidance for development of policies and other parameters within which the Company should operate for better control and management. He also has the ability to guide crisis management and provide leadership in hours of need and monitor the risks and compliances with his knowledge of regulatory requirements. Through his experience in project managements in TIDCO, he has skills in accounting and finance and has the ability to analyze the financial statements presented, assess the viability of various financial proposals, guide on funding arrangements and budgets. He would be able to help in making decisions and take necessary actions for implementation thereof in the best interest of the organization. He would also be able to analyze issues and contribute at board level to solutions, participate actively in the matters discussed and contribute effectively at the meetings. He is well qualified to possess the skills and competencies outlined above and also has the previous experience in Board and senior management positions. It is also viewed that he has the other personal qualities and traits required of an Independent Director.

Accordingly, based on the aforesaid criteria and also as per the recommendation of the Nomination and Remuneration Committee, he has been appointed as an Independent Director of the Company for a period of five years from 29th September 2021.

In the light of the above, the Board views that it would be more beneficial to the Company to have Mr. Arun as an Independent Director of the Company. The Board recommends the resolution for the consideration of the Members as an Ordinary Resolution.

Except, Mr. Arun, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution.

Item 4

Mr. Muthukrishnan Ravi (DIN: 03605222), Managing Director of the Company played a strategic role in acquiring Notedome Limited, UK at present a step-down subsidiary of the Company. He has also been taking active part in the activities of the said subsidiary and is playing a major role in its commercial strategies, especially on procurement of critical inputs and also for expanding its export prospects in the Middle East and Southeast Asia. Through his guidance and efforts Notedome Limited could overcome the tough challenges during the pandemic period and operate

without any interruptions. Also, he has been successful in bringing down the operational costs on the one hand and increasing the product realizations, by providing tactical support to the Notedome team. The subsidiary is also exploring opportunities for tie-up with a technology provider to improve its processes, which is being spearheaded by Mr. Ravi.

In the light of the above, it has been proposed to appoint Mr. Ravi, as the Chief Executive Officer of Notedome on the terms and conditions to be determined by the Board of Directors of Notedome from time to time. As at present, Mr. Ravi will continue to be the Managing Director of MPL and also as CEO of AMCHEM Speciality Chemicals Private Limited, Singapore.

The above proposal is expected to benefit the Company and also its subsidiaries in taking forward its international business plans further.

Pursuant to Section 188 of the Companies Act, 2013 read with the relevant Rules, prior approval of the Members is to be obtained for appointment of a Director to hold any office or place of profit in its subsidiary and receive remuneration in excess of the limits specified therein. Accordingly, the Board recommends the Ordinary Resolution as set out in the Postal Ballot Notice for giving effect to the proposal.

Except Mr. Muthukrishnan Ravi, Managing Director, none of the other Directors or KMP of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution.

Item 5

As recommended by the Audit Committee M Krishnaswamy & Associates, Cost Accountants, Chennai have been appointed as the Cost Auditors of the Company for the year 2021-22 by the Board on 27.09.2021 through a circular resolution, on a remuneration of ₹ 2.50 lakh. As per Section 148 of the Companies Act, 2013, read with the relevant Rules, the remuneration to the Cost Auditors is to be approved by the Members. Accordingly, Board recommends the same for consideration and approval of the Members as an Ordinary Resolution.

None of the directors or Key Managerial Personnel of the Company or their relatives are interested or concerned financially or otherwise in the above resolution.

By Order of the Board
For Manali Petrochemicals Limited

Place: Chennai
Date: 04-10-2021

R Kothandaraman
Company Secretary

GUIDANCE TO SHAREHOLDERS FOR POSTAL BALLOT THROUGH E-VOTING

(1) The voting period begins at 9:00 AM on 07.10.2021 and ends on 05.11.2021 at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 30.09.2021 may cast their votes electronically. The E-voting module shall be disabled by CDSL for voting after 5:00 PM on 05.11.2021.

(2) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on E-voting facility provided by Listed Companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access the E-voting facility.

(3) Pursuant to abovesaid SEBI Circular, login process for E-voting for **individual shareholders holding securities in Demat mode** are given below:

A. Shareholders holding securities with CDSL

i. If you have opted for CDSL Easi / Easiest facility, you can login using your existing user id and password. The URL to login to Easi / Easiest is https://web.cdslindia.com/myeasi/home/login. Alternatively, you can visit www.cdslindia.com and click on Login icon and select New System Myeasi.

ii. After successful login, you will be able to see the E-voting option for companies in respect of which the E-voting is in progress, as per the information provided by the respective company. On clicking the E-voting

option, you will be able to see E-voting page of the E-voting service provider for casting your vote during the remote E-voting period.

iii. Links are also provided to access the system of all the E-voting Service Providers viz., CDSL/ NSDL/ KARVY/LINKINTIME, so that you can visit the E-voting service providers' website directly.

iv. If you are not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.

v. Alternatively, you may directly access E-voting page by providing Demat Account Number and PAN No. from the E-voting link available on www.cdslindia.com home page or click on the link: https://evoting.cdslindia.com/Evoting/EvotingLogin.

vi. The system will authenticate your credentials by sending OTP to the registered Mobile number & Email as recorded in the Demat Account.

vii After successful authentication, you will be able to see the E-voting option where the E-voting is in progress and also able to directly access the system of all E-voting Service Providers.

B. Shareholders holding securities with NSDL

i. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. 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. 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. Click on company name or E-voting service provider name and you will be re-directed to E-voting service provider's website for casting your vote during the remote E-voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com by selecting "Register Online for IDeAS" Portal or clicking the link: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

ii. Visit the E-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of E-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see E-voting page. Click on company name or E-voting service provider name and you will be redirected to E-voting service provider's website for casting your vote during the remote E-voting period.

C. Login through 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. After Successful 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 and you will be redirected to E-voting service provider's website for casting your vote during the remote E-voting period

D. If you are unable to retrieve User ID/ Password please use Forget User ID and Forget Password options available at above mentioned websites and follow the instructions for resetting the information.

E. Help Desk in case of log-in issues of individual demat holders:

- Members holding demat account with CDSL and facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact 022- 23058738/23058542-43.
- Members holding demat account with NSDL and facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(4) Login method for E-voting for **Members holding shares in Physical mode and Members other than individuals holding shares in Demat mode** is as below:

i. Log on to the CDSL's E-voting website www.evotingindia.com.

ii. Click on "Shareholders" module.

iii. Now 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. Shareholders holding shares in physical mode should enter Folio Number allotted by the Company.

iv. Next enter the Image Verification as displayed and click on Login.

v. If you are holding shares in demat mode and had logged on to www.evotingindia.com and voted on an earlier E-voting of any company, then your existing password is to be used.

vi. If you are a first-time user follow the steps given below:

FOR INDIVIDUALS HOLDING SHARES IN PHYSICAL MODE & OTHERS HOLDING IN DEMAT MODE	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat as well as physical) • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is available in the e-mail forwarding the Notice of Postal Ballot.
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 as mentioned in instruction (III) above.

vii. After entering these details appropriately, click on "SUBMIT" tab.

viii. Shareholders holding shares in physical form will then directly reach the Company selection screen and shareholders holding shares in demat form will 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.

ix. For shareholders holding shares in physical form, the details can be used only for E-voting on the resolutions contained in this Notice.

x. Click on the EVSN for Manali Petrochemicals Limited

xi. 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.

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

xiii. 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.

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

xv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xvi. If you are a demat account holder and forgotten the 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.

xvii. You may also cast your vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from the respective Store. Please follow the instructions as prompted by the mobile app to do Remote Voting on your mobile.

xviii. THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA https://Investors.cameoindia.com AND FOLLOW THE INSTRUCTIONS THEREIN. In case of any difficulty please contact the RTA. Upon registration of the E-mail ID as above, the RTA will provide the login credentials for the E-voting along with the notice of the postal ballot.

FOR THE ATTENTION OF NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e., other than individuals and HUF.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be E-mailed 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 linked in the login 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