

Telephone Nos. :
Regd. Office : (044) 28522745
Factory : (044) 26234300
(044) 26258511



Telefax : 044 - 26257121
Web : www.wheelsindia.com

WHEELS INDIA LIMITED

Corporate Identity Number : L35921TN1960PLC004175

Registered Office :
21, Patullos Road, Chennai - 600 002.

Factory :
Padi, Chennai - 600 050.

October 21, 2024

To
National Stock Exchange of India Limited,
The Manager, Listing Department,
"Exchange Plaza", C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051

To
BSE Limited,
The Corporate Relationship Department,
1st Floor New Trading Wing, Rotunda Building,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

Symbol: WHEELS

Scrip code: 590073

Dear Sir / Madam,

Subject: Notice of Postal Ballot - Disclosure under Regulation 30 of the SEBI LODR

Reference: Our letter dated October 12, 2024 intimating the appointment of Mr. M P Vijay Kumar (DIN:05170323) as Non-Executive Independent Director of the Company for a term of five years, subject to approval of the members

Please note that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI LODR'), please find enclosed a copy of the Postal Ballot Notice seeking approval of members of the Company for appointing Mr. M P Vijay Kumar (DIN:05170323) as a Non-Executive Independent Director for a term of five years, as set out in the postal ballot notice.

In compliance with the requisite circulars issued by Ministry of Corporate Affairs, the Notice of Postal Ballot is being sent on **October 21, 2024 (Monday)** through electronic mode to those Members whose names appear in the Register of Members / list of Beneficial Owners as received from M/s. National Securities Depository Limited ('NSDL') and M/s. Central Depository Services (India) Limited ('CDSL'), as on the **cut-off date of Friday, October 18, 2024** and whose e-mail addresses are registered with the Company / Registrar and Share Transfer Agent ('RTA') / NSDL / CDSL.

Further, the Company has engaged the services of CDSL for the purpose of providing e-voting facility to the Members. The e-voting period will commence from Tuesday, **October 22, 2024 at 9 :00 A.M. (IST)** and ends on Wednesday, **November 20, 2024 at 5:00 P.M. (IST)**. The results of postal ballot will be announced not later than 48 hours of conclusion of the voting through Postal Ballot.

The above notice is also being made available on the website of the Company at <https://wheelsindia.com>

You are requested to take the same on your records and disseminate on your website.

Thanking you.

Yours faithfully,

For **Wheels India Limited**

K V Lakshmi
Company Secretary & Compliance Officer

Encl.: a/a

PLEASE ADDRESS ALL COMMUNICATIONS TO THE FACTORY



WHEELS INDIA LIMITED

CIN: L35921TN1960PLC004175

Registered Office: No. 21, Patullos Road, Chennai, Tamil Nadu – 600002 Phone : + 91 4426234311
e-mail ID: investorservices@wheelsindia.com; Website: https://wheelsindia.com

NOTICE OF POSTAL BALLOT

Dear Member(s),

NOTICE is hereby given to the members of Wheels India Limited (the “Company”), pursuant to Sections 108 and 110 of the Companies Act, 2013 (the “Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (“Management Rules”) read with the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and the latest one being General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (the “MCA”) (hereinafter collectively referred to as “MCA circulars”), Securities and Exchange Board of India’s circulars, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “SEBI LODR”) and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the Special Resolution as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only (“remote e-voting”).

In compliance with the relevant provisions of the Act read with applicable MCA circulars, SEBI circulars and Regulation 44 of the SEBI LODR, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / RTA / Depositories. If your e-mail address is not registered with the Company/ RTA / Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the Members on the resolutions would only take place through the remote e-voting.

The proposed resolution along with the explanatory statement pursuant to Section 102 of the Act and other applicable laws setting out the material facts and the reasons for the proposed resolution is appended for your consideration.

SPECIAL BUSINESS:

ITEM NO.1: TO APPROVE APPOINTMENT OF MR. M P VIJAY KUMAR (DIN: 05170323) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF FIVE (5) CONSECUTIVE YEARS

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the

Companies Act, 2013 (the ‘Act’) and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. M P Vijay Kumar (DIN: 05170323), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee as an Additional (Independent) Director, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years, i.e., with effect from October 12, 2024 up to October 11, 2029.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Mr. M P Vijay Kumar, be paid such fees and commission as the Board may approve subject to such limits prescribed from time to time.

RESOLVED FURTHER THAT Mr. Srivats Ram, Managing Director, Mr. P Ramesh, Chief Financial Officer and Ms. K V Lakshmi, Company Secretary be and are hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to the aforesaid resolution including those incidental thereto.”

**By Order of the Board of Directors
For Wheels India Limited**

Sd/-

K V LAKSHMI

Company Secretary & Compliance Officer

Membership No. : ACS 13030

Place: Chennai

Date : October 12, 2024

REGISTERED OFFICE:

No. 21, Patullos Road, Chennai, Tamil Nadu – 600002

Tel No.: +91 44 26234311

e-mail ID: investorservices@wheelsindia.com

Website: https://wheelsindia.com



NOTES:

1. The explanatory statement pursuant to Section 102 of the Act read with Rule 22 of the Management Rules and other applicable provisions, setting out material facts and reasons in relation to the proposed business is provided in Annexure - A.
2. In compliance with the MCA circulars and SEBI circulars, the Notice is being sent by electronic mode to those Members whose names appear in the Register of Members / Beneficial Owners as received from Company's Registrar and Transfer Agent i.e., M/s Cameo Corporate Services Limited (the "RTA") / National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on the cut-off date of October 18, 2024 and whose e-mail addresses are registered with the Company / RTA / Depositories. For Members who have not registered their e-mail IDs, please follow the instructions given hereunder. Any person who is not a member of the Company shall treat this Notice for information purpose only.
3. The Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, October 18, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Postal Ballot Notice. All the Members are requested to provide their assent or dissent through e-voting only.
4. In compliance with provisions of Section 108 and 110 and other applicable provisions of the Act read with the Management Rules and Regulation 44 of the SEBI LODR, the Company is offering remote e-voting facility to the Members of the Company. For this purpose, the Company has entered into an agreement with CDSL for facilitating remote e-voting to enable the Members to cast their votes electronically. The Members are requested to follow the procedure and instructions for remote e-voting as stated in the notice.
5. The resolution passed by the members through postal ballot is deemed to have been passed as if it has been passed at a duly convened general meeting of the members. Further, the last date of remote e-voting shall be the date on which the resolution shall be deemed to have been passed, if approved by the requisite majority.
6. The Notice of the Postal Ballot is also available on Company's website at <https://wheelsindia.com> and on website of CDSL at www.evotingindia.com and also on the website of M/s. National Stock Exchange of India Limited (the "NSE") at www.nseindia.com
7. The remote e-voting period will commence from Tuesday, October 22, 2024 at 9.00 A.M. (IST) and ends on Wednesday, November 20, 2024 at 5:00 P.M (IST). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of October 18, 2024, may cast their vote by remote e-voting. The e-voting module shall be disabled by CDSL for voting thereafter. Members holding multiple folios / DEMAT accounts shall choose the voting process separately for each folio / DEMAT accounts. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
8. The Members holding shares in physical mode and who have not updated their e-mail addresses with the Company are requested to register their e-mail address with the Company's RTA via online Investor Portal: <https://wisdom.cameoindia.com> along with the name of the registered shareholder(s), folio number or DP ID & Client ID and number of equity shares held to enable them to exercise their vote on special business as set out in the Postal Ballot Notice through remote e-voting facility provided by CDSL.
9. Further, members holding shares in dematerialised mode are requested to register / update their e-mail addresses with the relevant Depository Participants. After successful registration of the e-mail address, a copy of this Postal Ballot Notice along with the remote e-voting user ID and password will be sent to your registered e-mail address, upon request received from the Members.
10. Corporate / Institutional members (i.e., other than individuals, HUF, NRI etc.) are also required to send



scanned certified true copy (in PDF format) of the Board resolution / authority letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer with a copy marked to the Company.

11. In terms of Section 110 of the Act read with Rule 22 of the Management Rules, the Board of Directors of the Company (the "Board") had appointed M/s. S Dhanapal & Associates LLP, Practicing Company Secretaries, as scrutinizer for conducting the postal ballot process in a fair and transparent manner.
12. Upon the completion of the scrutiny of votes cast through remote e-voting, the Scrutinizer will submit his report to the Chairman or any person authorised by him. The results of the Postal Ballot shall be announced within 48 hours and shall be communicated to National

Stock Exchange where the shares of the Company are listed and will be displayed on the Company's website at <https://wheelsindia.com> and website of CDSL at www.evotingindia.com

13. Copy of the draft letter of appointment of Independent Director setting out the terms and conditions would be available for virtual inspection without any fee by the members on the website of the Company.
14. Further, members may send their queries related to this item included in the Postal Ballot Notice to investorservices@wheelsindia.com, from their registered email address, mentioning their name, folio number / DP ID-Client ID.
15. The procedure and instructions for remote e-voting are provided in Annexure – B.

Annexure – A

EXPLANATORY STATEMENT

Item No. 1:

The Board at its meeting held on October 12, 2024, based on the recommendation of Nomination and Remuneration Committee (NRC), considered the appointment of Mr. M P Vijay Kumar, as an Additional (Independent) Director of the Company for a period of five (5) consecutive years with effect from October 12, 2024 till October 11, 2029 subject to the approval of the shareholders in accordance with relevant provisions of the Act and SEBI LODR.

In terms of Regulation 25(8) of SEBI LODR, Mr. M P Vijay Kumar has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director without any external influence. Further, he is neither disqualified from being re-appointed as a Director in terms of Section 164(1) & Section 164(2) of the Act, nor debarred from holding the office of a director by virtue of any SEBI order or any other such authority and has complied

with the requirements of Independent Director's Data Bank maintained by Indian Institute of Corporate Affairs in terms of Section 150 of the Act.

Further, the Company has received necessary declaration from him that he meets the criteria of independence as prescribed under Section 149(6) of the Act and relevant provisions of SEBI LODR.

The NRC had previously finalised the desired attributes for the selection of the Independent Director(s) such as experience, expertise and independence, etc. Basis on those attributes, the NRC recommended the candidature of Mr. M P Vijay Kumar. The Board noted that Mr. M P Vijay Kumar's experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director.

Further, a copy of the draft letter of appointment of the Independent Director, setting out the terms and conditions, would be available for virtual inspection, without any fee by the members on the website of the Company.



The special resolution as set out under Item No. 1 of the Notice is accordingly submitted to the members for consideration. Additional disclosure as required under the Act, Secretarial Standard-II and Regulation 36 of the SEBI LODR are provided in Annexure – I to this explanatory statement.

Except Mr. M P Vijay Kumar, none of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the respective resolution. The Board of Directors of the

Company recommends the Special Resolution as set out in the Notice for approval of the members.

**By Order of the Board of Directors
For Wheels India Limited**

Sd/-

K V LAKSHMI

**Company Secretary & Compliance Officer
Membership No. : ACS 13030**

Place: Chennai

Date: October 12, 2024

REGISTERED OFFICE:

No. 21, Patullos Road, Chennai, Tamil Nadu – 600002

Tel No.: +91 44 26234311

e-mail ID: investorservices@wheelsindia.com

Website: <https://wheelsindia.com>

Annexure – I

As per the requirements of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard - II as issued by the Institute of Company Secretaries of India, a statement containing the requisite details of the concerned Director is given below:

Name	Mr. M P Vijay Kumar
DIN	05170323
Date of Birth and Age	September 30, 1969 and 55 years
Profile / brief resume (Educational Qualification; Expertise in specific functional area; and Skills and capabilities)	<p>Mr. M P Vijay Kumar is a Chartered Accountant, Cost Accountant and Company Secretary. His career in accountancy and finance includes practice, education and regulation. He has over 30 years of experience in industry beginning with Sundaram Finance Services Limited (1992-1999) and later as a Chartered Accountant in practice (1999– 2007). Since 2007, Mr. M P Vijay Kumar has been the Executive Director and Group Chief Financial Officer at Nasdaq-listed Sify Technologies, one of India’s largest information and communications technology companies. He also serves on the Board of Life Insurance Corporation of India, ONGC Petro additions Limited, Heritage Foods Limited and Geojit Investments Limited.</p> <p>He is a member of the IFRS Advisory Council since 2020 and the IFRS Interpretation Committee (IFRIC) of International Accounting Standard Board since 2021</p> <p>His other leadership roles in India include heading the Accounting Standards Board, Valuation Standards Board and Digital Accounting and Assurance Board of the Institute of Chartered Accountants of India. He was also a nominated member of the National Financial Reporting Authority (2019-2022).</p>



Terms and conditions of appointment along with details of remuneration sought to be paid	Appointment as Non-Executive Independent Director for a period of five years, not liable to retire by rotation. He is entitled for sitting fee for attending Board / Committee meetings and commission.
Remuneration last drawn by such person, if applicable	NA
Date of first appointment on the Board	October 12, 2024
Directorships and Membership / Chairmanship of Committees of other Boards	Directorships 1) SIFY Technologies Limited: Whole Time Director 2) Life Insurance Corporation of India 3) Heritage Foods Limited 4) ONGC Petro additions Limited 5) Geojit Investments Limited Membership / Chairmanship in Committees of other Boards 1) Life Insurance Corporation of India: a) Chairman of the Audit Committee b) Member of Stakeholders' Relationship Committee 2) Heritage Foods Limited: a) Chairman of Nomination & Remuneration Committee b) Member of the Audit Committee
Name of the listed entities from which the person has resigned in the past three years	Geojit Financial Services Limited Centrico- India Private Limited Thejo Engineering Limited
Number of shares held in the company including shareholding as a beneficial owner	NIL
Relationship with other Directors/ Manager / Key Managerial Personnel of the Company	NIL
Number of Board Meetings attended during the year	NIL



Annexure – B

INSTRUCTION TO SHAREHOLDERS FOR REMOTE E-VOTING

- i. The e-voting period shall commence on October 22, 2024 (Tuesday) at 9.00 A.M. (IST) and ends on November 20, 2024 (Wednesday) at 5:00 P.M (IST). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of October 18, 2024 (Friday) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the members. In order to increase the efficiency of the voting process, pursuant to a public consultation, SEBI has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- iii. 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 e-voting facility.

Pursuant to aforementioned SEBI Circular, login method for e-voting for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.



Type of shareholders	Login Method
	<p>4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>1) 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 website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>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 website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.



Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Toll free no. : 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

iv. **Login method for e-voting for Physical shareholders and non-individual shareholder holding shares in Demat form.**

1. The members should log on to the e-voting website www.evotingindia.com
2. Click on 'Members' module.
3. 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form 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.
6. If you are a first-time user follow the steps given below:

For Physical shareholders and non-individual shareholders holding shares in Demat 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 sent by Company / RTA or contact Company / RTA.
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

- v. After entering these details appropriately, click on "SUBMIT" tab.
- vi. 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.
- vii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.



- viii. Click on the EVSN for the relevant **Wheels India Limited** on which you choose to vote.
- ix. 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.
- x. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xi. 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.
- xii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiii. You can also take a print of the votes cast by clicking on “Click here to print” option on the e-voting page.
- xiv. If a demat account holder has 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.
- xv. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvi. Note for **Non-Individual Members and Custodians**
 - Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as “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 will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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.
 - Alternatively, Non-Individual members are required to send the relevant Board Resolution Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at investorservices@wheelsindia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



PROCESS FOR THOSE MEMBERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES / RTA / COMPANY FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA e-mail ID.
- ii. For Individual Demat Members, – Please update your e-mail ID & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an e-mail to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400 013 or send an e-mail to helpdesk.evoting@cdslindia.com or call on Toll free no. 1800 22 55 33.