Registered Office : Zensar Technologies Limited Zensar Knoewledge Park, Plot No. 4, MIDC Kharadi,
Off Nagar Road, Pune 411014, India. Tel: +91 (20) 6607 4000, 27004000 Fax: +91 (20) 6605 7888, CIN: U72200PN1963PLC012621

Date: February 2, 2019

BSE Limited
Corporate Service Department,
01st Floor, P. J. Towers,
Dalal Street,
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

Scrip ID: ZENSARTECH
Scrip Code: 504067

The National Stock Exchange of India Ltd.
Exchange Plaza, 03rd floor,
Plot No. C/1, 'G' block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Fax: (022) 26598237/26598238

Symbol: ZENSARTECH
Series: EQ

Dear Sir(s),

Subject: **Submission of Postal Ballot Notice and Form**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of Postal Ballot and Postal Ballot Form dated January 21, 2019.

This is for your information and dissemination purpose.

For **Zensar Technologies Limited**

Gaurav Tongia
Company Secretary

ZENSAR TECHNOLOGIES LTD. PUNE 411014

Encl.: As above

ZENSAR TECHNOLOGIES LIMITED

CIN L72200PN1963PLC012621

Regd. Off.: Zensar Knowledge Park, Plot # 4, MIDC, Kharadi, Off Nagar Road, Pune - 411 014

Website: www.zensar.com | **E-mail**: investor@zensar.com | **Phone:** 020-6605 7500 | **Fax:** 020-6605 7888

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 the Companies (Management and Administration) Rules, 2014 (Rules) for the time being in force (including any statutory modification or re-enactment thereof), that the Resolution as appended below be passed by the Members of Zensar Technologies Limited ('the Company') through postal ballot (which includes voting by electronic means) as a Special Resolution.

The proposed Special Resolution and the Explanatory Statement stating the facts as required in terms of Section 102 of the Act are appended hereto along with Postal Ballot Form and forms a part of this Postal Ballot Notice (Notice).

Pursuant to Rule 22(5) of the Rules, the Board of Directors (includes any Committee(s) thereof) of the Company at their meeting held on January 21, 2019 has appointed Mr. Suresh Deulkar (FCS 1321) and failing him Mr. Sridhar Mudaliar (FCS 2665) of M/s. SVD & Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot process and remote e-voting in a fair and transparent manner.

In case of voting by use of physical Postal Ballot Form, please carefully read the instructions printed on the Postal Ballot Form, record your assent (for) or dissent (against) therein by filling necessary details and affixing your signature at the designated place in the Postal Ballot Form and return the same in original, duly completed in the enclosed self-addressed, postage pre-paid envelope so as to reach the Scrutinizer on or before 5.00 p.m. (IST) on Tuesday, March 5, 2019. Postal Ballot Forms received after 5.00 p.m. (IST) on Tuesday, March 5, 2019 will be treated as invalid and as if a reply from such Member has not been received.

In compliance with Section 108 and 110 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to its Members, to exercise their right to vote on the resolution appended to this Notice, by electronic means ('Remote e-voting') instead of physical submission of the Postal Ballot Form to the Scrutinizer. For this purpose, the Company has availed electronic voting platform of Central Depository Services Limited (CDSL) for facilitating e-voting. The instructions for Remote e-voting are provided hereunder. Remote e-voting commences on Monday, February 4, 2019 (9.00 AM IST) and ends on Tuesday, March 5, 2019 (5.00 PM IST). Members are requested to follow the procedure as stated in this Notice for casting votes by Remote e-voting.

After completion of the scrutiny of the postal ballot forms and the electronic votes, the Scrutinizer will submit his report to the Chairman/Company Secretary or any other authorized personnel of the Company.

The results of the Postal Ballot will be announced not later than 48 hours of conclusion of the voting through Postal Ballot. The said results would be displayed at the Registered Office of the Company and on its website www.zensar.com and simultaneously intimated to the National Stock Exchange of India Limited and BSE Limited where the shares of the Company are listed.

Continuation of Directorship of Mr. A. T. Vaswani, post attainment of age of seventy-five years

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

"**RESOLVED THAT** pursuant to Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirement) Regulations, 2015, SEBI (Listing Obligations and Disclosures Requirement) (Amendment) Regulations, 2018 read with Notification No. SEBI/LAD-NRO/ GN/2018/10 dated May 09, 2018, Companies Act, 2013 and such other applicable laws, rules, regulations, guidelines (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof), and Ordinary Resolution dated March 23, 2015 passed by the Members of the Company with requisite majority, approval of the Members be and is hereby accorded towards continuation of directorship of Mr. Ajit Tekchand Vaswani (DIN: 00057953), Non-Executive Independent Director of the Company till expiry of his extant term, i.e. up to March 31, 2020, notwithstanding him attaining the age of seventy five years.

FURTHER RESOLVED THAT any of the Directors of the Company and/or Chief Financial Officer and/or Company Secretary, and/or any other authorised signatory as designated by the Board from time to time be and are hereby severally authorized to do all such acts, deeds and things and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto including intimating the concerned authorities or other regulatory bodies and to represent the Company before any government authorities."

By Order of the Board of Directors

sd/-
Gaurav Tongia
Company Secretary

Date: January 21, 2019
Place: Mumbai
Registered Office:
Zensar Knowledge Park, Plot#4, MIDC,
Off Nagar Road, Kharadi, Pune 411014
CIN: L72200PN1963PLC012621
Website: www.zensar.com **E-mail:** investor@zensar.com,
Phone: 020-6605 7500 **Fax:** 020-6605 7888

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 setting out the material facts relating to the proposed Special Resolution along with Postal Ballot Form, is appended to and forms part of this Notice.
2. This Notice along with the Postal Ballot Form is being sent by electronic mode to those Members, whose e-mail addresses are registered with the Company/ Depositories, unless any Member has registered for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent to them by the permitted mode.
3. The Notice and Explanatory Statement with requisites enclosures, has also been made available on the website of the Company i.e. www.zensar.com and on the website of the e-voting agency viz. www.cdsl.com.
4. The Postal Ballot Notice is being sent to all the Members by post [and electronically by email to those Members who have registered their email IDs with the Company/ Depository(s)] whose names appear in the Register of Members/Record of Depositories as on January 18, 2019 **('Cutoff date').**
5. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has also extended e-voting facility as an alternative, for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form(s).

6. Postal Ballot (Physical and Remote E-voting) commences on Monday, February 04, 2019 (09.00 AM IST) and ends on Tuesday, March 05, 2019 (5.00 PM IST).

7. A member cannot exercise his/her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorised representatives. Corporate and institutional members are requested to provide a proof of authorization (board resolution/authority/ letter/power attorney, etc.) in favour of their authorised representatives to the scrutinizer.

8. Members who have received the Postal Ballot Notice by e-mail and who wish to vote through Physical Form may download the Postal Ballot Form, from the link given in the email or from the Company's website www.zensar.com and send the duly completed and signed Postal Ballot Form to the Scrutinizer so as to reach on or before Tuesday, March 05, 2019 (5.00 PM IST).

9. In case a Member is desirous of obtaining a duplicate copy of printed Postal Ballot Form, he or she may send an email to companysecretarial@zensar.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. Member can opt for only one mode of voting i.e. either through remote e-voting or by Postal Ballot Form. If a Member casts votes by both modes, then voting done through remote e-voting shall prevail and Postal Ballot Form shall be treated as invalid.

11. The resolution if passed by the requisite majority, will be deemed to be passed on the last date specified for receipt of duly completed Postal Ballot Form or e-voting i.e. March 5, 2019.

12. Members desiring to exercise their vote by physical Postal Ballot are requested to carefully read the instructions printed overleaf on the Postal Ballot Form and return the said Form duly completed and signed, in the enclosed postage prepaid self-addressed business reply envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than by 5.00 p.m. (IST) on Tuesday, March 5, 2019. The postage will be borne by the Company. However, envelopes containing Postal Ballot Forms, if sent by courier or registered / speed post or deposited personally at the address given on the self-addressed Business Reply Envelope, at the expense of the Members will also be accepted. If any Postal Ballot Form is received after 5.00 p.m. (IST) on Tuesday, March 5, 2019, it will be treated as invalid and as if a reply from such Member has not been received. Additionally, please note that the Postal Ballot Forms shall be considered invalid if (i) it is not possible to determine without any doubt the assent or dissent of the Member, and/ or (ii) a competent authority has given directions in writing to the Company to freeze the voting rights of the Member, and/ or (iii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/ or (iv) the Member has made any amendment to the resolution set out herein or imposed any condition while exercising his/her vote and/or (v) due to such other reason as finally determined by the Scrutinizer.

13. The advertisement confirming dispatch of this Notice along with Postal Ballot Forms is also being published in the newspaper viz. Financial Express, and Loksatta, (Pune Edition).

14. Members who have not registered their email IDs so far, are requested to register the same with the Company, RTA or Depository Participant(s) to get all the notices/ communiques etc. from the Company, electronically. Members are also requested to immediately notify any changes in their address and/or email IDs to the Company or RTA at their respective addresses as mentioned in this Notice.

Instructions for Remote e-voting:

(i) The voting period begins on **Monday, February 04, 2019 (09.00 AM IST**) and ends on **Tuesday, March 05, 2019 (5.00 PM 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 January 18, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Log on to the e-voting website, www.evotingindia.com

(iii) Click on Shareholder / Members

(iv) 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.

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

(vi) 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.

(vii) 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 Members as well as physical Members) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/ mail) in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
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 (iv).

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

(ix) Members holding shares in physical form will then reach directly 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.

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

(xi) Click on the EVSN for the relevant Company Name <Zensar Technologies Limited> on which you choose to vote.

(xii) 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.

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

(xiv) 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.

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

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

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

(xviii) **Members 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.**

(xix) **Note for Non – Individual Members and Custodians**

- Non-Individual 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 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.

(xx) 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 contact to

Mr. Rakesh Dalvi, Manager
A Wing, 25th Floor, Marathon Futurex,
Mafatlal Mill Compounds, N M Joshi Marg,
Lower Parel (E), Mumbai – 400013.
Email id: helpdesk.evoting@cdslindia.com **Phone number:** 1800225533

In case of members receiving the physical copy:

(A) Please follow all steps from sr. no. (i) to sr. no. (xix) above to cast vote.

(B) The voting period begins on **Monday, February 4, 2019 (9.00 AM IST**) and ends on **Tuesday, March 5, 2019 (5.00 PM 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 January 18, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(C) 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 THE COMPANIES ACT, 2013 ("THE ACT")

Continuation of Directorship of Mr. A. T. Vaswani, Post Attainment of Age of Seventy-Five Years

Mr. A. T. Vaswani, was appointed as an Independent Director not liable to retire by rotation on the Board of the Company, vide ordinary resolution passed by the Members of the Company dated March 23, 2015 and will accordingly hold office up to March 31, 2020 (Term).

Securities and Exchange Board of India (SEBI) vide its Notification No. SEBI/LAD-NRO/GN/2018/10 dated May 09, 2018 notified the SEBI (Listing Obligations and Disclosures Requirement) (Amendment) Regulations, 2018 ("the Amendment Regulations") to be effective from April 01, 2019, save as otherwise specifically provided for in the Amendment Regulations. One of the said amendments, requires the listed entities to seek approval of Members, by way of Special Resolution, to appoint or continue the directorship of Non-Executive Directors who have attained the age of seventy-five years.

Mr. A. T. Vaswani has already attained the age of seventy-five years and pursuant to the Amendment Regulations, approval of the Members is being sought for continuation of his appointment as per the extant Term, till March 31, 2020.

Mr. Vaswani, aged 81, is a Chartered Accountant as well as Chartered Secretary. He has extensive expertise in various fields spanning over more than five decades. Further, he is well conversant with the Company's business, industry and other areas relating to the Company. He brings independent judgement on the Board's discussions. He is also an expert in the field of General Management and Business Operations. He has shown exemplary thought leadership during the course of his tenure as a Director. He brings in vast CEO/ Senior Management Experience to the Board and/or Committees. He has been a keen observer of the IT industry since decades and his vision in this domain has helped the Company to achieve significant growth in operations and business. He has vast knowledge in Accounting and Finance fields and has a proactive and futuristic approach towards Risk and Compliance Management.

Accordingly, the Nomination Remuneration Committee at its meeting held on January 15, 2019, formed a view that his expertise and valuable guidance are immensely beneficial to the Company, in its pursuit of growth and hence recommend to the Board to approve continuation of his directorship on the Board of the Company up to March 31, 2020.

The Board at its meeting held on January 21, 2019, *inter-alia,* upon the recommendation of Nomination and Remuneration Committee, approved continuation of Mr. A. T. Vaswani's directorship on the Board and further proposed to seek the approval of Members, in terms of the provisions of the Amendment Regulations and such other rules, regulations, provisions as may be applicable, for continuation of directorship of Mr. A. T. Vaswani, as an Independent Director, not liable to retire by rotation, till expiry of his extant term up to March 31, 2020.

Section 149, sub-section (10) of the Companies Act 2013, provides that an independent director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for reappointment on passing of a Special Resolution by the company and disclosure of such appointment in the Board's report.

Section 149, sub-section (11) provides that no independent director shall hold office for more than two consecutive terms.

Explanation to sub-sections (10) and (11), provide that any tenure of an independent director on the date of commencement of this Act shall not be counted as a term under those sub-sections.

The extant term of Mr. Vaswani, is his first term as independent director under the Companies Act, 2013, pursuant to the provisions of Section 149 and explanation(s) thereunder. The Board of Directors, is thus, of the opinion that he fulfills the requisite conditions for appointment / continuation on the Board of the Company, as an independent director.

His brief profile along with Directorships, membership of Committees of the Board and other interest, if any, forms a part of this Notice.

There is no *inter -se* relationship between Mr. A. T. Vaswani and any other Director on the Board.

None of the Directors and Key Managerial Personnel of the Company and their relatives, except Mr. A. T. Vaswani, and his relative(s), is in any way concerned or interested (financially or otherwise), in the proposed Special Resolution.

Mr. Vaswani holds 50,000 equity shares of the Company.

The Board accordingly recommends this resolution to be passed as a Special Resolution to the Members for their consideration and approval.

By Order of the Board of Directors

sd/-
Gaurav Tongia
Company Secretary

Date: January 21, 2019
Place: Mumbai
Registered Office:
Zensar Knowledge Park, Plot#4, MIDC,
Off Nagar Road, Kharadi, Pune 411014
CIN: L72200PN1963PLC012621
Website: www.zensar.com **E-mail:** investor@zensar.com,
Phone: 020-6605 7500 **Fax:** 020-6605 7888

Mr. A. T. Vaswani

Education: Fellow Member of the Institute of Chartered Accountants of India and Chartered Secretary.

Mr. Vaswani is a Chartered Accountant and a Chartered Secretary and has over 55 years of experience in business and industry. He has extensive expertise in various fields. Since 1981, Mr. Vaswani has served on the Board of Directors of leading multi-national companies, both in an executive and in a non-executive capacity, including as Deputy CEO of Metal Box of India Ltd., a leading Packaging company, and as Director and Senior Vice President of Glaxo India Ltd., India's largest and most respected Pharmaceuticals Company.

Following are the details of his directorships/ other Associations and Chairmanship(s) and Membership (s) of Committees:

Directorships / other Associations			
Sr. No.	**Name of the Company**	**Sr. No.**	**Name of the Company**
1.	P J Margo Private Limited	5.	Zensar Technologies Inc., USA
2.	Embio Limited	6.	Zensar (Africa) Holdings (Pty) Ltd
3.	Margo Bio Controls Private Limited	7.	Zensar (South Africa) (Pty) Ltd
4.	KEC International Limited	8.	Zensar Technologies (Singapore) Pte Ltd

Chairmanship(s) and Membership (s) of Committees			
Sr. No.	**Name of the Company**	**Name of the Committee**	**Designation**
1.	Zensar Technologies Limited	Audit Committee	Chairman
		Stakeholders Relationship Committee	
		Nomination and Remuneration Committee	
		Banking Committee	
		Risk Management Committee	
2.	KEC International Limited	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
		CSR Committee	
3.	Embio Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Chairman
		CSR Committee	

ZENSAR TECHNOLOGIES LIMITED

CIN : L72200PN1963PLC012621
Regd. Office Zensar Knowledge Park, Plot # 4, MIDC,
Off Nagar Road, Kharadi, Pune - 411014
Website: www.zensar.com | **Phone:** 020-6605 7500 | **Fax:** 020-6605 7888

POSTAL BALLOT FORM

Seq/Sr. No.:

1. Registered Address of the Sole/first named Member :

2. Name(s) of Member(s) including joint holders, if any (In block letters) :

3. Register Folio/DP ID/Client ID Nos.* (*Applicable to Members holding shares in dematerialised form) :

4. No. of shares held :

I / We hereby exercise my / our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated January 21, 2019, of the Company by marking my / our assent or dissent to the said Special Resolution, by placing the tick mark (√) at the appropriate box below:

Item No.	Description	No. of shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Continuation of Directorship of Mr. A. T. Vaswani, post attainment of age of Seventy-five years			

Place :
Date :

_____
Signature of the Member

NOTE: Please read carefully the instructions printed overleaf before exercising your vote.

INSTRUCTIONS

1. A Member desirous of exercising his / her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer, Mr. S. V. Deulkar, Partner, SVD & Associates, Practicing Company Secretaries in the attached self-addressed pre-paid postage envelope. However, any envelope containing Postal Ballot Form if sent by the Courier at the expense of the Member will also be accepted.

2. This Form must be completed and signed (as per the specimen signatures registered with the Company) by the Member. In case of joint-holdings, this Form must be completed and signed (as per the specimen signatures registered with the Company) by the first named Member and in his absence, by the next named Member.

3. Please convey your assent or dissent in this Postal Ballot Form by placing the tick mark (√) at the appropriate box.

4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (5.00 p.m.) on March 5, 2019. All Postal Ballot Forms received after this time and date will strictly be treated as invalid and if reply from the Member(s) has not been received.

5. There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders.

6. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to deulkarcs@gmail.com or companysecretarial@zensar.com with a copy marked to helpdesk.evoting@cdslindia.com.

7. Members are requested not to send any other paper along with the Postal Ballot Forms in the enclosed self-addressed postage pre-paid envelope in as much as all 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 liable to acknowledge or act on the same.

8. A Member need not use all the votes or cast all the votes in the same way. 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 January 18, 2019.

9. Unsigned, incomplete or incorrectly ticked Postal Ballot Form shall be rejected. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.

10. A Member may cast his/her vote through the Postal Ballot Form or through electronic means. For casting votes through electronic means, Members are requested to refer to the instructions mentioned in the Postal Ballot Notice.

11. The Postal Ballot shall not be exercised by a Proxy.

12. The results of the Postal Ballot will be announced not later than 48 hours of conclusion of the voting through Postal Ballot.

13. This form is being sent along with Postal Ballot Notice dated January 21, 2019 and members are requested to refer to the said notice for further information.