



**SONATA SOFTWARE LIMITED**  
**(CIN No.L72200MH1994PLC082110)**

**Registered Office:** 208, T V Industrial Estate, 2nd Floor, S K Ahire Marg, Worli, Mumbai – 400 030

**Corporate Office:** 1/ 4, APS Trust Building, Bull Temple Road, N.R. Colony, Bengaluru – 560 019

Tel: +91-80-67781999, Fax: +91-80-26610972, Email id: [info@sonata-software.com](mailto:info@sonata-software.com), Website: [www.sonata-software.com](http://www.sonata-software.com)

**NOTICE OF POSTAL BALLOT TO THE SHAREHOLDERS**

Notice is hereby given, in accordance with the provisions of Section 110 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 (the Rules) and applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), including any statutory modification or re-enactment thereof for the time being in force, that it is proposed to transact the following special business by way of Postal Ballot / electronic voting (e-voting):-

1. To approve continuation of directorship of Mr. B.K.Syngal as an Independent Director of the Company
2. To approve continuation of directorship of Mr. Suresh Talwar, as an Independent Director of the Company

The Company has appointed Mr. Parameshwar G. Bhat, Practicing Company Secretary, (CP: 11004) as the Scrutinizer for conducting the postal ballot/e-voting process, in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman & Managing Director or in his absence to the person authorized by him, after completion of the scrutiny, and the results of the postal ballot shall be declared on or before March 18, 2019 and communicated to the Stock Exchanges. The results of the postal ballot will also be displayed on the Company's website: [www.sonata-software.com](http://www.sonata-software.com) and Service Provider's website: <https://evoting.karvy.com>

Members holding shares of the Company have the option of voting i.e. either by e-voting or through the Postal Ballot Form. Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed on the Form and record their assent (FOR) or dissent (AGAINST) therein and return the Form duly completed in all respects in the enclosed self-addressed pre-paid postage envelope, so as to reach the scrutinizer on or before 5.00 p.m. on March 16, 2019. The shareholders are requested to follow the procedure as stated in the notes and instructions for casting of votes by e-voting.

The resolutions together with the Statement pursuant to section 102(1) of the Companies Act, 2013 setting out the material facts concerning the proposed items of special business is enclosed.

**Registered Office:**

208, T.V. Industrial Estate  
2nd floor, S.K. Ahire Marg,  
Worli Mumbai – 400 030

**By order of the Board**  
For **SONATA SOFTWARE LIMITED**

**Date:** February 8, 2019

**Place:** Bengaluru

**Kundan K Lal**  
Company Secretary

**SPECIAL BUSINESS:**

**1. To approve continuation of directorship of Mr. B.K.Syngal as an Independent Director of the Company:**

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

**“RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013 and rules made there under including any statutory modification(s) or re-enactment thereof, Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of members of the Company be and is hereby accorded for the continuation of present term of Mr. B.K.Syngal (DIN: 00002395), aged 78 years, as an Independent Director of the Company on and after April 1, 2019 till the expiry of his existing term i.e., up to the next Annual General Meeting to be held in 2019 on the existing terms and conditions.

**RESOLVED FURTHER THAT** any Director, Chief Financial Officer or the Company Secretary be and are hereby severally authorised to do all acts, deeds, matters and things which may be necessary to give effect to this resolution.”

**2. To approve continuation of directorship of Mr. Suresh Talwar, as an Independent Director of the Company:**

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

**“RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013 and rules made there under including any statutory modification(s) or re-enactment thereof, Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of members of the Company be and is hereby accorded for the continuation of present term of Mr. Suresh Talwar, (DIN: 00001456), aged 81 years, as an Independent Director of the Company on and after April 1, 2019 till the expiry of his existing term i.e., up to the next Annual General Meeting to be held in 2019 on the existing terms and conditions.

**RESOLVED FURTHER THAT** any Director, Chief Financial Officer or the Company Secretary be and are hereby severally authorised to do all acts, deeds, matters and things which may be necessary to give effect to this resolution.”

**Registered Office:**

208, T.V. Industrial Estate  
2nd floor, S.K. Ahire Marg,  
Worli Mumbai – 400 030

**By order of the Board**  
For **SONATA SOFTWARE LTD**

**Date:** February 8, 2019

**Place:** Bengaluru

**Kundan K Lal**  
Company Secretary

## NOTES:

- 1) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, setting out material facts relating to the Special Business is annexed hereto for your consideration.
- 2) The postal ballot notice is being sent to the Members whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, February 8, 2019. Electronic copy of the postal ballot notice is being sent to Members who have registered their email IDs for receipt of documents in electronic form to their email addresses registered with their Depository Participants (in case of electronic shareholding)/the Company's Registrar and Share Transfer Agent (in case of physical shareholding). For Members who have not registered their email address, physical copies of the postal ballot notice along with postal ballot form are being sent by the permitted mode along with a postage prepaid self-addressed Business Reply Envelope. Members may please note that the Notice will also be available on the Company's website – [www.sonata-software.com](http://www.sonata-software.com).

The copies of relevant documents referred in the Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days between 10.00 a.m. and 5.00 p.m. up to the date of declaration of the result of Postal Ballot.

- 3) Members whose names appear in the Register of Members/List of Beneficial Owners as on Friday, February 8, 2019 will be considered for the purpose of voting in proportion to their shares of the paid up capital of the Company.
- 4) Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting.
- 5) The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
- 6) The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot form will be treated as invalid.
- 7) Members who have received postal ballot notice by e-mail and who wish to vote through physical postal ballot form and in case a Member is desirous of obtaining a duplicate postal ballot form, he or she may send an email to [einward.ris@karvy.com](mailto:einward.ris@karvy.com) requesting for the same. The Registrar and Share Transfer Agent/Company shall forward the same along with postage prepaid self-addressed Business Reply Envelope to the Member.
- 8) In compliance with Section 110 of the Companies Act, 2013 and the Rules made there under, the Company has provided the facility to the Members to exercise their votes electronically and vote on all the resolution through the e-voting facility provided by Karvy Fintech Private Limited (formerly Karvy Computershare Private Limited) (Karvy). The instructions for e-voting are annexed to this Notice.
- 9) A Member cannot exercise his/her vote by proxy on postal ballot.
- 10) Members desiring to exercise their vote by physical postal ballot are requested to carefully read the instructions printed in the postal ballot notice and form and return the form duly completed and signed, in the enclosed self-addressed Business Reply Envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than close of working hours on March 16, 2019 (5.00 p.m.). However, envelopes containing postal ballots, if sent by courier or registered/speed post at the expense of the Members will also be accepted. If any postal ballot is received after close of working hours on March 16, 2019 (5.00 p.m.), it will be considered that no reply has been received from the Member.
- 11) The last date of receipt of the Business Reply Envelope with postal ballot form, i.e. March 16, 2019, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
- 12) The Scrutinizer will submit his report to the Chairman & Managing Director or in his absence to the person authorized by him, after completion of the scrutiny, and the results of the voting by postal ballot shall be declared on or before March 18, 2019 and communicated to the Stock Exchanges. The results of the postal ballot will also be displayed on the Company's website: [www.sonata-software.com](http://www.sonata-software.com) and Service Provider's website: <https://evoting.karvy.com>

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

As per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, with effect from 1<sup>st</sup> April, 2019, no listed Company shall appoint or continue the Directorship of a Non-Executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

In view of the amendments Mr.B.K.Syngal and Mr Suresh Talwar have expressed their willingness to continue as Independent Directors on the Board of the Company upto next Annual General Meeting to be held in 2019.

### **Item No. 1: Special Resolution**

Mr. Syngal, (DIN: 00002395) was appointed as Non-Executive Independent Director of the Company under Section 149 and 152 of the Companies Act, 2013 read with Schedule IV attached thereto and Rules made there under and pursuant to Regulation 17 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 to hold office for five consecutive years commencing from 11<sup>th</sup> August, 2014 up to 10<sup>th</sup> August, 2019, not liable to retire by rotation.

Mr. Syngal holds a B.Tech (Hons.) and M.Tech Degree from IIT Kharagpur, India and is further qualified as a C.Eng. (UK), M.I.E.E. (UK), Sr.M.I.E.E.E. (USA) and F.I.E.T.E. (India). Mr. Syngal is currently working as Sr. Principal at Dua Consulting. Prior to this, he has worked as Vice Chairman of BPL Communications Limited, Chairman of Reliance Telecom, Chairman & Managing Director of VSNL, etc. Mr. Syngal's contribution to the telecom sector for the past over fifty years is tremendous and he is recognized as the father of the Internet and data services in India. Mr. Syngal is the recipient of a large number of awards in recognition of his outstanding contribution in the field of telecommunications and management, amongst them being "One of the fifty Stars of Asia for the year 1998", named by the Business Week magazine, a McGraw Hill Publication, "Life Fellow of IIT Kharagpur" for his outstanding achievements and contributions to the Institute and society and very recently awarded Sir John Ambrose Fleming Medal for achievements in Communications by The Institution of Engineering and Technology (U.K.).

Mr. B.K.Syngal, is a non-executive Independent Director of the Company. He is a Chairman of the Audit Committee and member of Nomination and Remuneration Committee of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. B K Syngal as an Independent Director and accordingly recommends the Resolution. He fulfils the conditions specified in the Companies Act, 2013 and the Rules made there under.

Except Mr. B.K.Syngal none of the other Directors, Key Managerial Personnel of your Company and their relatives are in any way concerned or interested, financially or otherwise in the aforesaid resolution.

#### **Item No. 2: Special Resolution**

Mr. Suresh Talwar, (DIN: 00001456) was appointed as Non-Executive Independent Director of the Company under Section 149 and 152 of the Companies Act, 2013 read with Schedule IV attached thereto and Rules made there under and pursuant to Regulation 17 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 to hold office for five consecutive years commencing from 11th August, 2014 up to 10th August, 2019, not liable to retire by rotation.

Mr. Talwar is a Law graduate from the Government Law College, Mumbai. He is a solicitor of the Incorporated Law Society, Mumbai and is serving as a legal counsel to numerous Indian companies, multinational corporations and Indian and foreign banks. He has served as senior partner and advisor of M/s. Crawford Bayley & Co. for many years. Currently he is partner at Talwar, Thakore & Associates which he founded at 2007. At present, he is on the Board of many leading companies.

Mr. Talwar, is a non-executive Independent Director of the Company. He is a Chairman of the Nomination and Remuneration Committee and member of Audit Committee and Corporate Social Responsibility Committee of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Suresh Talwar as an Independent Director and accordingly recommends the Resolution. He fulfils the conditions specified in the Companies Act, 2013 and the Rules made there under.

Except Mr. Suresh Talwar none of the other Directors, Key Managerial Personnel of your Company and their relatives are in any way concerned or interested, financially or otherwise in the aforesaid resolution.

#### **Information pursuant to Regulation 36(3) of SEBI Listing regulations 2015**

Name of the Director	<b>Mr. B.K.Syngal</b>	<b>Mr. Suresh Talwar</b>
Date of Birth	June 14, 1940	November 21, 1937
Category	Independent Director	Independent Director
DIN	00002395	00001456
Date of Appointment	January 15, 2004	October 30, 2002
Nature of expertise in specific functional areas	Telecommunication Sector	Legal and Compliance
Disclosure of relationship with Directors inter-se	None	None
Directorship held in other Public Companies	Sonata Information Technology Limited, Siti Networks Ltd and India Security Council for IT & Telecom	ELANTAS Beck India Limited, Syngene International Limited, Merck Ltd and Samson Maritime Ltd
Membership of Committees in other Public Companies, if any	<p><b>Audit Committee - Chairman</b></p> <ul style="list-style-type: none"> <li>Siti Networks Ltd</li> <li>Sonata Information Technology Limited.</li> </ul> <p><b>Nomination and Remuneration Committee - Chairman</b></p> <ul style="list-style-type: none"> <li>Sonata Information Technology Limited.</li> </ul> <p><b>Corporate Social Responsibility Committee - Chairman</b></p> <ul style="list-style-type: none"> <li>Sonata Information Technology Limited</li> </ul>	<p><b>Audit Committee</b></p> <ul style="list-style-type: none"> <li>Merck Limited (Chairman)</li> <li>Syngene International Limited (Member)</li> </ul> <p><b>Nomination and Remuneration Committee</b></p> <ul style="list-style-type: none"> <li>Merck Ltd (Member)</li> <li>Samson Maritime Ltd (Member)</li> <li>Syngene International Limited. (Member)</li> </ul> <p><b>Stakeholders Relationship Committee</b></p> <ul style="list-style-type: none"> <li>Syngene International Limited. (Chairman)</li> </ul> <p><b>Corporate Social Responsibility Committee</b></p> <ul style="list-style-type: none"> <li>Syngene International Limited. (Member)</li> </ul>
Shareholding in the Company	Nil	50,000 shares (0.05%)

#### **INSTRUCTIONS FOR E-VOTING**

##### **1. Voting through electronic means (e-voting)**

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Fintech Private Limited ("Karvy") on all resolutions set forth in this Postal Ballot Notice

##### **2. The procedure and instructions for e-voting are as follows:**

**A. In case of members receiving the Postal Ballot Form by e-mail [for members whose email IDs are registered with the Company/Depository Participants (s)]**

- i. Launch internet browser by typing the URL: <https://evoting.karvy.com>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through **Karvy Fintech Private Limited e-Voting platform**. System will prompt you to change your password and update any contact details like mobile number, email ID etc. on 1<sup>st</sup> login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVENT" i.e., "*Sonata Software Ltd*".
- vii. On the voting page, enter the number of shares (which represents number of votes) under 'FOR / AGAINST / ABSTAIN' or alternatively you may partially enter any number in 'FOR', partially in 'AGAINST' and partially in 'ABSTAIN', but the total number in 'FOR / AGAINST / ABSTAIN' taken together should not exceed your total shareholding. If you do not want to cast any vote, select 'ABSTAIN' and the shares held will not be counted under either head.
- viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folios / demat accounts.
- ix. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of time still they have voted on the Resolution(s).
- xii. Corporate / Institutional Members(Corporate / Fls / Flls / Trust / Mutual Funds / Banks, etc.) are required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter, etc. Together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer through e-mail to [parameshwar@vjkt.in](mailto:parameshwar@vjkt.in) with a copy to [evoting@karvy.com](mailto:evoting@karvy.com) or deposited at the registered office of the Company. The scanned file containing the Board Resolution should be named in this format "Sonata\_EVENT No."

**B. In case of members receiving physical copy of the Notice[for Members whose email IDs are not registered with the Company/Depository Participant (s)]:**

- a. The initial Password is provided in the table given in Postal Ballot Form.
  - b. Please follow all the steps from (i) to (xii) above to cast your vote.
3. In case of any queries, you may refer to Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. Anandan. K. of M/s. Karvy Fintech Private Limited, at 040 6716 1591 or at Karvy's Toll Free No. 1-800-3454-001
  4. The e-voting period commences on February 15, 2019 at 10:00 a.m. and ends on to March 16, 2019 at 5:00 p.m. (both days inclusive). Please note that e-voting shall not be allowed beyond 5:00 p.m. on March 16, 2019. During this period, the Members may cast their vote by electronic means in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

**SONATA SOFTWARE LIMITED**

(CIN No.L72200MH1994PLC082110)

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Corporate Office: 1/ 4, APS Trust Building, Bull Temple Road, N.R. Colony, Bengaluru - 560 019

Tel: +91-80-67781999, Fax: +91-80-26610972, Email id: info@sonata-software.com, Website:www.sonata-software.com

**POSTAL BALLOT FORM**

Serial No. :

1. Name and Registered :  
Address of the sole / first  
named Shareholder2. Name(s) of the Joint :  
Holder(s), if any3. Registered Folio No./DP :  
ID No.\*/Client ID No.\*  
(\*Applicable to the  
shareholders holding shares  
in dematerialised form)4. Number of Equity 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 of the Company dated February 8, 2019, by conveying my / our assent / dissent to the said Special Resolution by placing the tick (✓) mark at the appropriate box below:

Sr.No	Brief particulars of the item	No. of shares held	I/We assent to the resolution. (FOR) Please tick [✓ ]	I/We dissent to the resolution. (AGAINST) Please tick [✓ ]
1.	<b>Special Resolution:</b> To approve continuation of directorship of Mr. B.K.Syngal (DIN: 00002395) as an Independent Director of the Company.			
2.	<b>Special Resolution:</b> To approve continuation of directorship of Mr. Suresh Talwar, (DIN: 00001456) as an Independent Director of the Company.			

Place :

Date :

\_\_\_\_\_  
Signature of the Shareholder

(Refer Instruction No.5 overleaf)

**Important:** Please complete and return this Form to the Scrutinizer at the address mentioned in the pre-paid self-addressed business reply envelope. The last date for receipt of this Postal Ballot Form by the Scrutinizer is March 16, 2019.**ELECTRONIC VOTING PARTICULARS**The e voting facility is available at the link <https://evoting.karvy.com>. The electronic voting particulars are set out as follows:

EVEN (E- Voting Event Number)	USER ID	PASSWORD/PIN

Note: Please read the instructions printed overleaf carefully before exercising the vote. A detailed information given in the Postal ballot Notice regarding E-Voting.

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
February 15, 2019 at 10:00 a.m.	March 16, 2019 at 5:00 p.m.

## **INSTRUCTIONS**

1. The Member desiring to exercise vote by postal ballot may complete this postal ballot form and send it to the Scrutinizer, Parameshwar G. Bhat, Practicing Company Secretary, (CP: 11004), in the attached pre-paid self-addressed business reply envelope (envelope). However, envelope containing Postal Ballot, if deposited in person or sent through courier / post at the expense of the Member will also be accepted. Member(s) residing outside India should stamp the envelope appropriately.
2. Alternatively, a member may vote through electronic mode as per the instructions for e-voting provided in the postal ballot form. The Members can opt for only one mode of voting i.e. either through postal ballot form or e-voting. In case of receipt of vote by both the modes, voting casted through e-voting shall prevail and voting casted through postal ballot form shall be treated as invalid.
3. The postal ballot form should be completed and signed by the Member / Beneficial Owner. In case of joint holding, this form should be completed and signed (as per specimen signature registered with the Company or furnished by National Securities Depository Limited / Central Depository Services (India) Limited to the Company, in respect of shares held in physical form or dematerialized form respectively) by the first named Member and failing him / her by the next named Member and so on. Where an authorized representative of a body corporate has signed the postal ballot form, a certified copy of the relevant authorization to vote on the Postal Ballot should accompany the postal ballot form. A Member may sign the Form through an Attorney appointed specifically for this purpose, in which case an attested true copy of the Power of Attorney should be attached to the postal ballot form.
4. Members who have registered their e-mail IDs for receipt of documents in electronic mode under the Green Initiatives of Ministry of Corporate Affairs are being sent the Notice of Postal Ballot by e-mail and others are sent by post along with Ballot Form. Members who have received Postal Ballot Notice by e-mail and who wish to vote through postal ballot form can download postal ballot form from the Company's website or seek duplicate postal ballot form from the Registrar & Share Transfer Agent, M/s. Karvy Fintech Private Limited (Formerly Karvy Computershare Pvt. Ltd.), Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, fill in the details and send the same to the Scrutinizer not later than 5.00 p.m. on March 16, 2019.
5. There shall be one Postal Ballot for each Folio / Client ID irrespective of the number of joint holders. Members cannot appoint a proxy to exercise their voting powers through Postal Ballot.
6. Duly completed postal ballot form should be received by the Scrutinizer c/o Karvy Fintech Private Limited (Unit: Sonata Software Limited) Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, nanakramguda, Hyderabad -500 032, Telangana, not later than 5.00 p.m. on March 16, 2019 Postal ballot forms received after this date will be treated as if no reply has been received from the Member. Incomplete, unsigned or incorrect postal ballot forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.
7. A Shareholder may request for a duplicate postal ballot form, if so required. However, the duly filled in duplicate postal ballot form should reach the Scrutinizer not later than the date mentioned in item no. 6 above.
8. The votes should be cast either in favour or against by putting the tick (✓) mark in the column provided for assent or dissent. Postal ballot form bearing tick marks in both the columns will render the Form invalid. The consent or otherwise received in any other manner will be rejected.
9. Members are requested not to send any other paper along with postal ballot form in the enclosed self-addressed envelope. The Scrutinizer would destroy any extraneous paper found in such envelope.
10. The item of business covered by this Postal Ballot will not be transacted at any General Meeting.
11. A Member need not use all the votes / cast the votes in the same way.
12. Only a Member entitled to vote is entitled to fill in the postal ballot form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as intimation only.
13. Voting rights shall be reckoned on the paid up value of the equity shares registered in the name of the shareholder(s) as on the cut-off date i.e. February 8, 2019.
14. The vote of a Member will be considered invalid on any of the following grounds:
  - a. if the Member's signature does not tally, or if the Postal Ballot Form is not signed as per the process mentioned above;
  - b. if the Member has marked his/her/its vote both 'FOR' and 'AGAINST' in the Postal Ballot Form in such a manner that the aggregate shares voted 'FOR' and 'AGAINST' exceeds the total number of shares held;
  - c. if the ballot paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the identity of the Member or the number of votes or as to whether the votes are in favour or against or inability of the signature to be verified or on one or more of the above grounds.
  - d. Member(s) shall opt for one mode of voting. If a Member has opted for e-voting then he should not vote by physical ballot and vice-versa. However, if the Members cast their vote by physical ballot as well as through e-voting, then the voting through physical ballot shall be treated as invalid.