



**EQUITAS SMALL FINANCE BANK LIMITED**

**CIN: L65191TN1993PLC025280**

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Dear Member(s),

**POSTAL BALLOT/E-Voting NOTICE**

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 (“the Act”) and other applicable provisions of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), relevant provisions of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Secretarial Standard – 2 (SS-2) on General Meetings and any other applicable laws and regulations, the resolution appended below is proposed to the members of Equitas Small Finance Bank Limited (“the Company” or “the Bank”) for approval through postal ballot (“the “Postal ballot”) /electronic voting (“e-voting”).

**SPECIAL BUSINESS**

**Item No. 1: Approval of Remuneration payable to Mr. Rohit Gangadharrao Phadke (DIN: 07293524) as a Whole Time Director**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a *Special Resolution*:

“RESOLVED that pursuant to provisions of Section 10B of the Banking Regulation Act, 1949, Section 196, 197 and other applicable provisions of the Companies Act, 2013, SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 and RBI circular dated 4<sup>th</sup> November 2019 on compensation structure for Whole Time Directors and Material Risk Takers (MRT), recommendation of the Board and subject to approval of Reserve Bank of India (“RBI”) and the conditions as may be prescribed by RBI while granting such approval, the shareholders do hereby approve the remuneration payable to Mr. Rohit Gangadharrao Phadke (DIN: 07293524) as detailed below and in the Explanatory Statement, to be in effect for the tenure of three years from such appointment date.

<b>Component</b>	<b>Overall Limits</b>
Fixed Pay	Rs.3.0 Crore
<b>Variable Pay</b>	
- Cash Component	Rs.1.2 Crore
- Non-cash component - Employee Stock options (ESOPs)	Eligible for grant of Employee stock options as may be decided by the NRC as per the ESFB ESOP Scheme 2019, in accordance with applicable RBI circular on compensation of whole-time directors.
Car facility	Provision of Bank car as per the Bank’s car scheme in force from time to time and a driver.

Medical Benefits	Premium payable for medical insurance for hospitalization would be in accordance with the company's rules.
Personal Accident Insurance	Personal accident insurance shall be as per the company's group scheme.
Club Membership	One club membership with the Bank paying the joining and annual fees while facility usage fees to be paid by the incumbent.
Home Loan	Home Loan at subsidised interest rates upto such amount as applicable based on his grade, in accordance with the Employee Home Loan policy as applicable to all employees of the Bank.
Gratuity/ superannuation fund	Payment of Bank's contribution to gratuity (15-day pay for every completed year of service)/ superannuation fund and encashment of leave (at the end of tenure) will be as applicable to all other employees of the Bank.
Traveling and halting allowances	Reimbursement of expenses incurred for travelling, boarding and lodging in respect of official travel, expenses incurred on entertainment of official guests and use of telephone at residence other than personal long distance calls.
Leave fare concession	As per Bank's leave policy

**RESOLVED FURTHER** that the proportion of payout of cash variable pay and vesting of options would be based on performance rating as determined by NRC/Board and can vary from 0- 100% of the target variable pay.

**RESOLVED FURTHER** that if Mr. Rohit Gangadharrao Phadke retires from the Bank, or separates from the Bank for any reason other than being indicted for frauds or moral turpitude, the deferred component of the variable cash component pay shall be paid to him as per schedule irrespective of him not being part of the Bank.

**RESOLVED FURTHER** that Malus clause as defined in the approved MRT Framework shall be applicable for a performance year if:

- The Bank goes into losses in the subsequent years due to acts of the performance year
- Incumbent commits gross negligence at his work as determined by the NRC of the Bank
- Additional gross NPAs identified by RBI exceed 15% of the published incremental Gross NPAs of the business for the reference period
- Subsequent audits of the applicable period substantiates serious and large scale lapses in credit underwriting process
- Additional provisioning requirements assessed by RBI exceeds 15% of published net profits after tax for the reference period.

**RESOLVED FURTHER** that Clawback clause as defined in the approved MRT framework shall be applicable for a performance year if the incumbent

- Is found to have committed frauds / misappropriation of funds
- Is found to have committed misconducts related to moral turpitude
- Is found to have committed gross misconducts as determined by the NRC of the Bank

**RESOLVED FURTHER** that quantum of Malus and Clawback shall be determined by the Board under recommendations from the Nomination and Remuneration Committee.

**RESOLVED FURTHER that** subject to approval of RBI, the Board (also deemed to include Nomination and Remuneration Committee of the Board) be and is hereby authorised to decide the remuneration payable to Mr. Rohit Gangadharrao Phadke during his tenure as Whole Time Director of the Bank, within the limits as approved and extend the benefits arising out of any other Scheme as may be announced by the Bank as applicable to all employees of the Bank.

**RESOLVED FURTHER that** in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Rohit Gangadharrao Phadke shall be governed by Schedule V of the Act and rules made thereunder, as amended from time to time.

**RESOLVED FURTHER that** CFO, Chief People Officer, Company Secretary and Chief Compliance Officer be and are hereby severally authorised to seek approval of RBI and to do all such acts, deeds and things as may be necessary and incidental to give effect to this resolution including making necessary filings with regulatory and statutory authorities.

**By Order of the Board  
For Equitas Small Finance Bank Limited**

Place: Chennai  
Date: July 28, 2022

Ramanathan N  
Company Secretary  
Membership No A28366

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

### Item No 1

#### **Approval of Remuneration payable to Mr. Rohit Gangadharrao Phadke (DIN: 07293524) as a Whole Time Director**

The present composition of the Board is skewed towards Independent Directors with MD & CEO being the sole non-independent Director out of ten directors on the Board. The Board has been seeking to diversify the composition of Board by induction of Executive Directors as a means to institutionalise Board accountability and initiate succession planning at senior management level.

Towards this end, it was felt prudent to elevate deserving internal candidates as Executive Directors rather than looking out for external candidates, considering the evolutionary stage of the Bank. The responsibilities that come with being a Director is likely to guide them towards taking measured calls in the long term direction. Such a move will send out a clear signal to the rest of the organization on possible career growth in Equitas, thereby motivating them for better performance.

Nomination & Remuneration Committee (NRC) in its Meeting held on May 3, 2022 considered the proposal for considering the candidature of Mr Rohit Gangadharrao Phadke for appointment as Whole time Director of the Bank.

Mr. Rohit Gangadharrao Phadke is a seasoned professional in the Financial Services with about thirty years of experience. Mr. Rohit Gangadharrao Phadke joined the Bank in December 2020 from Cholamandalam Finance where, in his last assignment, he was heading Home Loans. Mr. Rohit Gangadharrao Phadke is currently the Head of Assets.

Since his appointment, Mr. Rohit Gangadharrao Phadke's primary accomplishments are listed below:

- 53% growth in total disbursements in the year 21-22 compared to 20-21.
- Overall, disbursement was more than 11,500 crores.
- During the year Our Book Size has grown by around 15% during the year and is currently at more than 20,000 crores.
- The Vehicle Finance book has crossed five thousand crores. With an all-time high disbursement in March '22 of more than four hundred crores.
- On the collections front, x-bucket efficiencies are higher than pre-covid levels and at 99.5% for Small Business Loans.
- Successfully expanded the Affordable Housing Business to Tamilnadu, Andhra and Karnataka.
- LMS system (Hetra) has been launched in Vehicle Finance, other businesses to follow suit.
- Identification of LOS system is in progress along with IT for the Retail Assets portfolio

Mr Rohit Gangadharrao Phadke comes across as a congenial leader taking people along in his journey to excellence, while also capable of taking hard calls as necessary for the business. His style of leadership is participatory, which allows free flow of conversations and ideas. He has been able to contribute well on allied areas like regulatory compliance, risk etc.

Considering the above accomplishments in the short span of time and as a step towards career growth and elevation, NRC recommended promotion of Mr. Rohit Gangadharrao Phadke as Whole time Director of the Bank designated as Executive Director subject to the approval of Reserve Bank of India & the Shareholders.

The proposal was recommended to the Board after being satisfied that his candidature meets all the criteria enumerated in the Policy for selection of Directors of the Bank. Subsequently, the Board of Directors at its Meeting held on May 04, 2022 considered the recommendation and approved his appointment subject to approval of RBI.

NRC at its meeting held on May 03, 2022, also reviewed the current remuneration structure for FY 2021-22 as part of the annual appraisal of Mr. Rohit Gangadharrao Phadke. After evaluation and considering the aforesaid promotion & proposed appointment as Whole Time Director designated as Executive Director (ED) with enhanced responsibilities, NRC recommended the revised compensation structure which was considered by the Board at its Meeting on May 4, 2022.

The Board considered and approved the revised compensation structure of Mr Rohit Gangadharrao Phadke, which is in alignment with the provisions of RBI Circular dated November 4, 2019 on Compensation structure of Whole Time Directors, Section 197 of the Companies Act, 2013 and SEBI (Shared Based Employee Benefits & Sweat Equity) Regulations, 2021 with an optimal balance of Fixed, Variable pay, Risk adjustments, deferral and *malus*/claw back arrangements consequent to his new role. The said structure as submitted to RBI is provided below:

	<b>Existing pay for FY 2021-22</b>	<b>Revised proposal (for FY 2022-23)</b>
Fixed Pay	Rs. 1.50 crore	Rs. 1.90 crore
<b>Variable Pay</b>		
- Cash Component	Rs. 0.50 crore (targeted). Exact amount of variable pay to be determined at the end of FY 2022-23 based on evaluation of performance by Board/ NRC and payable in deferred tranches over three years.	Rs. 0.76 crore (targeted). Exact amount of variable pay to be determined at the end of FY 2022-23 based on evaluation of performance by Board/ NRC and payable in accordance with approval received from RBI.
- Non-cash component - Employee Stock options (ESOPs)	Options aggregating to a valuation of Rs. 1.00 crore (targeted) to be vested equally in value terms over the three years from the date of Board approval, as detailed below and to be based on evaluation of his performance for FY 2022-23, as determined by NRC.	Options aggregating to a valuation of Rs. 1.52 crore (targeted) to be vested equally in value terms over the three years from the date of Board approval, as detailed below and to be based on evaluation of his performance for FY 2022-23, as determined by NRC.  Grant subject to RBI approval & hence subject to modification to accommodate the grant size approved by RBI. Based on RBI approval, value & number of options to be adjusted pro rata.

In accordance with the provisions of Banking Regulation Act, 1949, compensation structure of Whole Time Directors and any change thereof will have to be approved by RBI. Hence, while the approval of shareholders was sought for the overall limits, actual compensation and increase, if any, will be as approved by RBI, within the overall limits indicated in the resolution.

The proposal for appointment of Mr Rohit Gangadharrao Phadke along with remuneration payable to him was placed before the shareholders of the Bank for their approval at the Annual General Meeting held on July 19, 2022. While his appointment as a Director and Whole time Director was approved by the shareholders, which would be subject to the approval by RBI, the proposal for remuneration payable to Mr Rohit Gangadharrao Phadke was not passed with the requisite majority as votes cast by the Promoter, Equitas Holdings Limited (EHL) was casted as 'Against' instead of 'For' inadvertently during the e-voting process. In this regard, the Bank has received a letter dated July 18, 2022, from the Promoter company EHL, mentioning that though their intent was to vote in favour of all resolutions including Resolution No. 10 the vote was casted as "AGAINST" inadvertently in the e-voting portal. Since the votes cast could not be modified later due to applicable statutory restrictions, Resolution pertaining to remuneration payable to Mr Rohit Gangadharrao Phadke was not passed with requisite majority. Considering the special circumstances under which the resolution proposed by the Board of Directors was not passed with requisite majority, and further considering that the resolutions placed for appointing Mr Rohit Gangadharrao Phadke as a Director and as a Whole time Director has been approved by the shareholders in the Annual General Meeting of the Bank held on July 19, 2022, the Board of Directors felt it necessary to place the resolution before the shareholders again through e-voting process to enable the resolution to be voted upon in the manner and intent at which it was thought fit to be considered.

**Interest of Directors a KMP:**

Mr Rohit Gangadharrao Phadke and his relatives may be deemed to be concerned or interested in the Resolutions set out at Item No.1

None of the other Directors and Key Managerial Personnel of the Bank and their relatives are concerned or interested, financially or otherwise, in passing of the resolution.

The Board recommends the Special Resolution set forth in Item No.1 above for approval of the shareholders.

**By Order of the Board  
For Equitas Small Finance Bank Limited**

Place: Chennai  
Date: July 28, 2022

Ramanathan N  
Company Secretary  
Membership No A28366



## NOTES

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) read with Rules made thereunder, setting out material facts concerning the Resolutions, is annexed hereto.
2. The Notice of Postal Ballot/Electronic voting (e-voting) is being sent to the Members whose names appear in the Register of Members as on August 19, 2022, so as to enable Members for casting their assent or dissent through e-voting.
3. The Board of Directors vide its resolution on July 28 , 2022 has appointed M/s B Ravi & Associates, Practising Company Secretaries represented by Managing Partner, Dr B Ravi to act as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
4. All documents referred to in this Notice and the Explanatory Statement and other Statutory Registers are open for inspection by the Members at the Registered Office of the Company on all working days between 09.00 A.M. and 05.00 P.M. from the date of dispatch of this notice until the last date for receipt of votes by e-voting. All these documents would also be available for inspection electronically during the aforesaid period.
5. All correspondence related to change of address, change in e-mail ID already registered with the Company, transfer / transmission of shares, issue of duplicate share certificates, bank mandates and all other matters relating to the shareholding in the Company may be made to M/s. KFin Technologies Ltd., the Registrar and Share Transfer Agent (“RTA/KFin”). The Members holding shares in electronic form may send such communication to their respective Depository Participant/s (DPs).
6. **As an eco-friendly measure intending to benefit the society at large, we request you to be part of e-initiatives of the Company and register your e-mail ID to receive all communications and documents including Annual Reports from time to time in electronic form to the e-mail ID provided by you. Members holding shares in electronic form, may send such communication to their respective DPs and those holding shares in physical form, may send such communication to KFin.**
7. In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) and Section 108 of the Act and the Rules made thereunder, the Company has engaged National Securities Depository limited (“NSDL”) as the agency for facilitating the Members to communicate their assent or dissent through Electronic Means in respect of the aforesaid resolutions. The detailed procedure for Voting through electronic means (“e-voting”) is appended in the Notes to Notice. The e-voting shall commence at 9.00 A.M. on 23<sup>rd</sup> August, 2022.
8. As per Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, Notice of e voting may be served on the Members through electronic means. Members who have registered e-mail IDs are being sent this Notice by e-mail.
9. E-voting Notice can be downloaded from the Bank’s website i.e. <https://ir.equitasbank.com/shareholder-services/>
10. Resolutions passed by the Members through e-voting are deemed to have been passed as if they have been passed at a General Meeting of the Members.
11. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on 19<sup>th</sup> August 2022 and a person who is not a Member as on the record date should treat this Notice for information purposes only.

12. Information as required under SEBI LODR Regulations in respect of the special business mentioned in the Notice of e-voting is furnished in the annexed Explanatory Statement and forms part of the Notice.
13. Where postal ballot/E Voting is carried out by an authorized representative of a body corporate, a certified copy of relevant authorization / resolution shall be sent to the scrutinizer at [csbravi@gmail.com](mailto:csbravi@gmail.com).
14. The Scrutiniser's decision on the validity of the vote shall be final.
15. Once the vote on a resolution stated in this Notice is cast by shareholder through Remote e-voting, the shareholder shall not be allowed to change it subsequently and such e-vote shall be treated as final.
16. The Scrutinizer will submit his report to the Chairman/Director after the completion of scrutiny, and the Results will be declared by the Company within 48 hours of the closing of e-voting period on its website <https://ir.equitasbank.com/shareholder-services/> and communicated to the Stock Exchanges, where the shares of the Company are listed.

## **VOTING THROUGH ELECTRONIC MEANS – INSTRUCTIONS**

### **I. Remote e-voting:**

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

<b>Commencement of e-voting</b>	<b>End of e-voting</b>
<b>Tuesday, August 23, 2022 at 9.00 A.M. IST</b>	<b>Thursday, September 22, 2022 at 5.00 P.M. IST</b>

1. During this period shareholders' of the Bank, holding shares either in physical form or in dematerialized form, as on the cut-off date August 19, 2022 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
2. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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.
3. 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 shareholders.
4. In order to increase the efficiency of the voting process, pursuant to a public consultation, it 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.
5. 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.



## E-Voting Instructions





### Step 1: Access to NSDL e-Voting system

#### A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

<u>Type of shareholders</u>	<u>Login Method</u>
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol>

	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store      Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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 abovementioned website.

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

<b><u>Login type</u></b>	<b><u>Helpdesk details</u></b>
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b><u>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</u></b>	<b><u>Your User ID is:</u></b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is open.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csbravi@gmail.com](mailto:csbravi@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Name of NSDL Official) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 email id).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.