

Contents

e-Voting for Companies and Registrar & Transfer Agent (RTA)..... 2

Introduction 2

Process..... 2

 Signing up..... 2

 e-Voting Process for companies:..... 2

 The e-Voting process to be followed by the shareholders to cast their votes: 3

 e-Voting for Scrutinizers: 3

The e-Voting benefits 3

 To Companies..... 3

 To Security holders..... 4

Contact: 4

e-Voting for Companies and Registrar & Transfer Agent (RTA)

Introduction

Companies (Passing of Resolutions by Postal Ballot) Rules 2001 have been framed pursuant to the introduction of Section 192A of the Companies Act, 1956. The rules require the company to mandatorily obtain approval from all its shareholders through Postal Ballot or electronically for resolutions which it intends to pass. The Ministry of Corporate Affairs (MCA) vide its circular no. 21/2011 dated 2nd May, 2011, has approved Central Depository Services (India) Limited (CDSL) as a systems provider for recording of votes electronically.

- e-Voting facility can be availed by Companies which are required to obtain approval for resolutions from their shareholders through postal ballot.
- e-Voting can be used for AGM/EGMs or any other meeting.

Process

Signing up

1. The Company intending to avail e-voting, will sign a bi-partite or tri-partite agreement with its RTA and Central Depository Services (India) Ltd. (CDSL).
2. The Company will have to register itself of CDSL's e-Voting Website <https://www.evotingindia.co.in>.
3. CDSL will generate admin ids for Companies, RTA and the Scrutinizer.

e-Voting Process for companies:

- The company (through its Registrar and Transfer Agent [RTA]) will setup the **e-Voting** schedule on the **e-Voting** website <https://www.evotingindia.co.in>, upload the resolutions on which voting is required and generate the Electronic Voting Sequence Number (EVSN). An EVSN will be unique for every postal ballot conducted.
- While creating an EVSN the company will have to upload the following:
 - ◆ The Register of Members
 - ◆ Resolution/s
 - ◆ Extract of Resolution/s
 - ◆ Corporate Logo (Optional)
- The Company will then give a letter for Activation of EVSN(s) on the letterhead of the company.

- The company will then communicate, the EVSN and the procedure for **e-Voting** to its shareholders.

The e-Voting process to be followed by the shareholders to cast their votes:

- During the voting period, the shareholders can visit the **e-Voting** website www.evotingindia.com and select the relevant EVSN / Company for voting.
- The shareholders can login to the **e-Voting** system using their user-id (i.e. demat account number), PAN and Date of Birth (DOB) or Bank account number mentioned for the said demat account or folio.
- After logging in, demat security holders will have to mandatorily change their password. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote. Physical shareholders will have to login with the DOB and Bank details for every voting.
- Security holders have to then select the EVSN for which they desire to vote.
- Security holders can then cast their vote on the resolutions available for voting.
- Security holders can also view the resolution details on the **e-Voting** website.
- Once the security holder casts the vote, the system will not allow modification of the same.
- During the voting period, security holders can login any number of times till they have voted on all the resolutions. However, once the security holder has voted on a resolution he/she would not be able to vote for the same resolution but, only view the voting.
- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution in PDF format in the system for the scrutinizer to verify the vote.

e-Voting for Scrutinizers:

At the end of the voting period, the scrutinizer can download the entire voting data using the Scrutinizer login.

The e-Voting benefits

To Companies

- The voting process is faster, transparent and cost efficient.
- No invalid votes.

- Administrative costs of postal voting will be reduced as there will be no need for verification of signatures and counting of ballot votes. Also, cost associated with storing of physical ballot papers will be saved.
- Counting of votes would be accurate.
- The voting results can be declared instantaneously.
- This will enable regulators to reduce the time provided for postal ballot.

To Security holders

- Ability to take part in the decision making process of companies in the comfort of their homes or offices.
- Can vote easily on any number of resolutions of any number of companies in which they are eligible to vote.
- Ease of voting.
- No scope for invalid votes.
- Ample time to vote – Till the last day and last minute.

Contact:

For Further details, please contact Mr. Anand Tirodkar on Tel: 022-22728153 or Ankit Bandivadekar on Tel: 022-22728634.

email: helpdesk.evoting@cdslindia.com, anandt@cdslindia.com, ankitb@cdslindia.com

CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED, Phiroze Jeejeebhoy Towers, 17th Floor, Dalal Street, Mumbai – 400001

Tel: (022) 22723333 Fax: (022) 22722072

Website: www.cdslindia.com e-Voting website: www.evotingindia.com