



KIFS FINANCIAL SERVICES LIMITED

Regd. Office: B-81, Pariseema Complex, C. G. Road, Ellisbridge, Ahmedabad – 380 006
CIN: L67990GJ1995PLC025234; Tel.: 079-30000320-27; Fax: 079-26403717
E-mail: cs@kifs.co.in; Website: www.kifsfinance.com

POSTAL BALLOT NOTICE

[Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given that, pursuant to Section 110 and all other applicable provisions of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, KIFS Financial Services Limited ("the Company") is seeking the approval/ consent of its Members for the following Resolutions, proposed to be passed through Postal Ballot / Electronic Voting (E-voting):

- (i) **Alteration of the Main Objects Clause of the Memorandum of Association.**
- (ii) **Authority to Board of Directors of the Company for Creation of Charge/ Mortgage on the Assets of the Company under section 180(1)(a) of the Companies Act, 2013**

Members are requested to carefully read the instructions printed on the Postal Ballot Form attached hereto, fill up the Postal Ballot Form, give your assent or dissent on the resolutions at the end of the Postal Ballot Form and return the duly completed and signed the Original Postal Ballot Form (no other form or photocopy thereof is permitted) in the enclosed self-addressed postage pre-paid envelope so as to reach the Scrutinizer on or before the close of working hours i.e. 5:30 p.m. on, August 30, 2015. Ballots received thereafter will be strictly treated as if no reply has been received from the Member.

Further, in compliance with Clause 35B of the Listing Agreement with Stock Exchanges and provisions of Section 110 of the Act read with the Companies (Management and Administration), Rules, 2014, the Company is pleased to offer e-voting facility as an alternate, for all the Members of the Company. For this purpose, the Company has entered into an agreement with CDSL for facilitating e-voting to enable the Members to cast their votes electronically, instead of filling and dispatching the Postal Ballot Form. Please read carefully the instructions regarding e-voting as mentioned in Notes as "**Instructions/ Procedure for Voting through Electronic means**" to this Notice of Postal Ballot. Please note that e-voting is optional. Members having shares in demat form and in physical form may vote either by way of Postal Ballot Form or by way of e-voting.

Mr. Jayendra K. Bhavsar, Company Secretary in Practice (Mem. No. – FCS 8004 and C.P. No. 6046) has been appointed by the Board of Directors of your Company as the Scrutinizer to conduct the Postal Ballot and E-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny of the Postal Ballot including e-voting and the result of the voting by Postal Ballot and e - voting will be announced on 4th September, 2015 by 5.00 P.M. The resolutions, if approved, will be taken as passed effectively on the date of declaration of result i.e. 4th day of September, 2015 and shall be deemed to have been passed at the General Meeting of the Members.

SPECIAL BUSINESS:

1. Alteration of the Main Objects Clause of the Memorandum of Association:

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any amendment thereto or re-enactment thereof), Listing Agreement entered into by the Company with BSE Limited (BSE), Securities Exchange Board of India (SEBI), Reserve Bank of India (RBI) and subject to necessary approval(s), consent(s), permission(s) and/ or sanction(s) if any, as may be required from the statutory and regulatory authorities and further subject to any such conditions and modifications as may be prescribed or imposed by any one of them while granting such approval(s), consent(s), permission(s) and/ or sanction(s) and agreed to, by the Board of Directors, the consent of the members of the Company be and is hereby accorded for altering the existing Clause III (A) of the Main Objects Clause of the Memorandum of Association of the Company by inserting the following new Sub Clause- 5 after existing Clause III(A) 4 of the Memorandum of Association:

Clause – III [A]:

5. *“To act and carry on the business of Investment Advisers, either directly or through separate department, to the eligible investors/ clients in Managing their funds and to receive fees or other remuneration thereon and as such the Company will advise its clients in placing their funds and/ or securities for short, medium or long term periods in such instruments/ securities, investment products, units, policies, debt instruments, money market instruments and such other products as permissible under the law and to do and perform all other acts and things as are incidental to the attainment of this object.”*

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorised to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the aforementioned resolution and to comply with all other requirements in this regard.”

2. Authority to Board of Directors of the Company for Creation of Charge/ Mortgage on the Assets of the Company:

To consider and, if thought fit, to accord assent/dissent, the following Resolution as Special Resolution:

“RESOLVED THAT pursuant to Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of the earlier resolution(s) passed under Section 293(1)(a) of the Companies Act, 1956, if any, and subject to such other approvals/ consents/ permissions as may be necessary from the statutory authorities, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called “the Board” and which term shall be deemed to include any “Committee of Board”, which the Board may have constituted or hereinafter constitute to exercise its powers including powers conferred by this resolution and with the power to delegate such authority to any person or persons) to create such charges, mortgages and hypothecations and/or lease and/or assign, in addition to mortgage(s) and/or charge(s) and/or hypothecations and/or assignment(s) created/to be created by the Company, on such terms and conditions and at such time or times and in such form and manner as the Board may at its sole discretion think fit, in addition to the existing charges, mortgages and hypothecations created by the Company, on all or any of the moveable and/ or immovable, tangible and/or intangible properties of the Company, wherever situate, both present and future, and/or the whole or any part of undertaking(s) of the Company together with the power to take over the management and concern of the Company in certain events, to or in favour of all or any of the financial institutions/banks/insurance companies/other investing agencies/trustees for holders of debentures/ bonds/ other instruments (comprising fully/partly convertible debentures and/or non convertible debentures with or without detachable or non-detachable warrants and/or secured premium notes and/or floating rate notes/ bonds or other debt instruments) which may be issued to and subscribed by all or any of the financial institutions/ banks/ insurance companies/ other investing agencies or any other person(s)/bodies corporate by way of private placement or otherwise to secure Rupee/ foreign currency loans, debentures, bonds or other instruments (hereinafter collectively referred to as “Loans”) provided that the total amount of Loans together with interest thereon at the respective agreed rates, additional interest, accumulated interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, costs, charges, expenses including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other moneys payable by the Company to the aforesaid parties or any of them under the Agreements/Arrangements entered into/ to be entered into by the Company in respect of the said Loans, shall not at any time exceed the limit of Rs. 500 Crores (Rupees Five Hundred Crores).

RESOLVED FURTHER THAT the Board of Director or its Committee or Persons authorized by the Board, be and is /are hereby authorized to finalize, settle and execute any and all agreements, documents, deeds, writings and papers as may be necessary for creating the mortgages and/or charges as aforesaid and to do all such acts, deeds, matters and things as it/ they may, in its/ their absolute discretion consider necessary, desirable or expedient for implementing this resolution and to resolve any question, difficulty or doubt relating thereto, or otherwise considered to be in the best interests of the Company”.

**By Order of the Board
FOR KIFS FINANCIAL SERVICES LTD.**

**Sd/-
Krupa Joshi
Company Secretary**

Place: Ahmedabad
Date: 28/05/2015
Regd. Office:
B-81, Pariseema Complex,
C.G. Road, Ellisbridge, Ahmedabad-380006
CIN: L67990GJ1995PLC025234

Notes:

1. The Explanatory Statement under Section 102 of the Act read with Companies (Management and Administration) Rules, 2014, setting out the material facts and reasons for the Resolutions is annexed hereto.
2. The Postal Ballot Notice is being sent to all the Members whose name appears as on Friday, the 17th day of July, 2015 in the Register of Members/ List of Beneficial Owners and as received from Link Intime India Pvt. Ltd., the Registrar and Transfer Agent of the Company.
3. The Postal Ballot Notice along with the Postal Ballot Form is being sent to the Members in electronic form to the e-mail addresses registered with the Company's Registrar and Transfer Agent. For members whose e-mail addresses are not registered, physical copies of the Postal Ballot Notice along with the Postal Ballot Form are being sent by permitted mode along with a self addressed pre-paid Business Reply Envelope.
4. Members who have received the Notice by e-mail and who wish to vote through physical Form may download the Postal Ballot Form attached to the e-mail or from the Company's website: www.kifsfinance.com, where the Postal Ballot Notice is displayed.
5. Members are requested to carefully read the instructions before exercising their vote and either return the form duly completed in the attached self-addressed pre-paid postage envelope; or vote by electronic means in the manner set out herein. In each case, ensure that votes reach the scrutinizer on or before 5.30 p.m. on the 30th day of August, 2015 ("Last Date").
6. In case shares held by Corporate / Institutional Members (i.e., other than Individuals, HUF, NRI, etc.) opting for physical ballot are also required to send certified true copy of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer along with the Postal Ballot Form by the last date.
7. Please note that any postal ballot form(s) received after the Last Date (i.e. 30th August, 2015) will be treated as not having been received and after the Last Date, the portal where e-votes can be cast will be blocked.
8. The Board of Directors of the Company has appointed Mr. Jayendra K. Bhavsar, Company Secretary in Practice (Mem. No. – 8004 and C.P. No. 6046) having office at 15, Basant Bahar – II, Nr. Homeopathic College, Bopal-Ghuma Road, Ahmedabad – 380 058 as the Scrutinizer for conducting the Postal Ballot process (including Remote e-Voting process) in a fair and transparent manner and to receive and scrutinize the completed ballot papers from the Members. The Scrutinizer's decision on the validity of the postal ballot shall be final and binding.
9. After completion of his scrutiny, the Scrutinizer will submit his report to the Chairman & Managing Director and in his absence to any Director of the Company on 4th September, 2015.
10. The result and the report of Scrutinizer on the postal ballot and e-voting shall be communicated to BSE Limited where the equity shares of the Company are listed and will also be displayed on the Company's website www.kifsfinance.com.
11. Resolutions passed by the members through postal ballot including voting by electronic means shall be deemed to have been passed as if they have been passed at a General Meeting of the members convened in that behalf.
12. The resolutions will be taken as passed effectively on the date of announcement of the result by the Chairman & Managing Director i.e. on 4th September, 2015.
13. A copy of each of the document referred to the accompanying Explanatory Statement is open for inspection at the Corporate Office of the Company during business hours on all its working days till the closure of working hours of 30th August, 2015 (last date for receiving Postal Ballot Form by the Scrutinizer).
14. A copy of this notice has been placed on the website of the Company www.kifsfinance.com and shall remain on the website until the last date for receipt of the postal ballots from the shareholders. The dispatch of the Postal Ballot Notice shall be announced through an advertisement in the Newspaper and also shall be displayed on the Company's website.
15. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agent for sending future communication(s) in electronic form.
16. Ms. Krupa N. Joshi, Company Secretary of the Company is the officer authorised to ensure smooth conduct of the Postal Ballot process.
17. Members have option to vote either through Postal Ballot Form or through e-voting. If a member has opted for Physical Postal Ballot, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through both physical postal ballot and e-voting, then vote cast through physical postal ballot shall be considered and vote cast through e-voting shall be treated as invalid. A member cannot exercise his/ her vote by proxy on postal ballot.
18. Pursuant to the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 and in terms of Clause 35B of the Listing Agreement, the Company has provided facility to members to exercise their votes through electronic means and have engaged the services of Central Depository Services (India) Limited ("CDSL") as the Authorised Agency to provide e-voting facility.

INSTRCUTIONS/ PROCEDURE FOR VOTING THROUGH ELECTRONIC MEANS:

- (A.) The Company is pleased to offer e-Voting facility for its Members to enable them to cast their Votes electronically. The procedure and instructions for the same are as follows:
- (i) The e-voting begins on Saturday, 1st day of August, 2015 at 10:00 A.M. (IST) and ends on Sunday, 30th day of August, 2015 at 5:00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th July, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for after 5:30 P.M. (IST) on 30th August, 2015.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on "Shareholders" tab.
 - (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 shareholders as well as physical shareholders) * Members who have not updated their PAN with the Company/Depository Participant are requested to use Sequence Number printed on Attendance slip in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. * Please enter the DOB or Dividend Bank Details in order to login. If 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 directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (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 **KIFS FINANCIAL SERVICES 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 print out 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 same 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) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (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 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.

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

(B.) In case a Member receives physical copy of Notice by way of Postal Ballot (for members whose mail addresses are not registered with the Companies/ Depositories):

- (i.) Initial password is provided in the enclosed Postal Ballot Form in the below format:

EVSN (E-voting Sequence Number)	User ID	Password
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- (ii.) Please follow all steps from sr. no. (i.) to (xviii) as mentioned in (A) above to cast vote.

(C.) Members may please refer the instructions contained on the reverse side of the Postal Ballot Form, in case if they wish to vote using Postal Ballot Forms.

ANNEXURE TO THE NOTICE

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

Item No. 1

Your Company intends to expand its present scope of operations and is proposing to venture into activities of “Investment Adviser” whereby the Company will advise its clients in placing their funds or other securities for short, medium or long term periods in various financial instruments/ products in accordance with the requirements of the client. For conducting the said activity, the Company has also obtained registration with SEBI as “Investment Adviser” under SEBI (Investment Advisers) Regulations, 2013 vide registration no. INA000001852 dated 13th June, 2014. Since the activity of “Investment Adviser” is to be included in the Main Objects Clause of the Memorandum of Association, the existing Clause – III (A) i.e. Main objects clause of the Memorandum of Association (“MOA”) of the Company is required to be altered. The Board of Directors of the Company in their meeting held on 28th May, 2015 has approved the alteration of Objects Clause of MOA so as to insert new Sub clause – 5 as mentioned in Resolution no. 1 after the Sub clause – 4 in Clause – III (A), subject to approval of the members of the Company by way of Special Resolution.

In terms of Section 110 of the Act and the Companies (Management and Administration) Rules, 2014, the said resolution is required to be passed through postal ballot process.

In the best interests of the Company and its shareholders, the Board of Directors recommends the approval of the Resolution No. 1.

None of the Promoters, Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the proposed resolution except to the extent of their respective shareholding in the Company, if any. Further, revised set of Memorandum of Association post incorporating above amendment is available for inspection at the Registered Office of the Company on working days i.e. from Monday to Friday during 10:00

a.m. to 5.00 p.m. upto the date of declaration of result of postal ballot.

Item No. 2

Under the erstwhile Section 293(1)(a) of the Companies Act, 1956, the Board of Directors of a Company, with the consent of the members obtained by an Ordinary Resolution, could create charge/ mortgage/ hypothecation on the Company's assets, both present and future, in favour of the lenders/ trustees for the holders of debentures/ bonds, to secure the repayment of monies borrowed by the Company (including temporary loans obtained from the Company's Bankers in the ordinary course of business).

Under the provisions of Section 180(1)(a) of the Companies Act, 2013, which were made effective from September 12, 2013, the above powers can be exercised by the Board only with the consent of the members obtained by a Special Resolution. As such, it is necessary to obtain fresh approval of the members by means of a Special Resolution, to enable the Board of Directors of the Company to create charge/ mortgage/ hypothecation on the Company's assets, both present and future, in favour of the lenders/ trustees for the holders of debentures/ bonds, to secure the repayment of monies borrowed by the Company (including temporary loans obtained from the Company's Bankers in the ordinary course of business) etc. as mentioned in Resolution No. 2. It is, therefore, necessary to obtain members' approval by way of a Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of charges/ mortgages/ hypothecations for an amount not exceeding Rs. 500 Crores (Rupees Five Hundred Crores).

Further, in terms of Section 110 of the Act and the Companies (Management and Administration) Rules, 2014, the said resolution is required to be passed through postal ballot process. Accordingly, in the best interests of the Company, the Board recommends the Resolution at Item No. 2 of the Notice for approval of the members by a Special Resolution through postal ballot.

None of the Promoters, Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the proposed resolution except to the extent of their respective shareholding in the Company, if any.

**By Order of the Board
FOR KIFS FINANCIAL SERVICES LTD.**

**Sd/-
Krupa Joshi
Company Secretary**

Place: Ahmedabad
Date: 28/05/2015

Regd. Office:
B – 81, Pariseema Complex,
C.G. Road, Ellisbridge, Ahmedabad-380006
CIN: L67990GJ1995PLC025234

Enclosed:

1. Postal Ballot Form
2. Self-addressed and prepaid Postage Envelope



KIFS FINANCIAL SERVICES LIMITED

Regd. Office: B-81, Pariseema Complex, C. G. Road, Ellisbridge, Ahmedabad – 380 006

CIN: L67990GJ1995PLC025234; Tel.: 079-30000320-27; Fax: 079-26403717

E-mail: cs@kifs.co.in; Website: www.kifsfinance.com

Sr. No

POSTAL BALLOT FORM (To be returned to the Scrutinizer of the Company)

1.	Name of the Sole/ First Named Shareholder (in block letters)	
2.	Name(s) of the Joint holder(s), if any (in block letters)	
3.	Registered Address of the Sole/First Named Shareholder	
4.	Registered Folio No.* / DP ID Client ID (*Applicable to investors holding shares in physical form)	
5.	No. of Share(s) held	
6.	E-mail id	

I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through postal ballot for the business stated in the Notice dated 28th May, 2015 of KIFS Financial Services Limited (the "Company") by sending my/our assent or dissent to the respective Special Resolutions by placing a tick (✓) mark in the appropriate column below.

Sr. No.	Description	No. of Shares held	I/ We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution under Section 4 and 13 of the Companies Act, 2013 for alteration of the Main Objects Clause of the Memorandum of Association of the Company so as to insert sub clause – 5 after Clause – III (A) 4 of the MOA.			
2.	Special Resolution for consent of the Company U/s. 180(1)(a) of the Companies Act, 2013 for giving authority to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings.			

Place:

Date:

Signature of Shareholder

PARTICULARS FOR VOTING THROUGH ELECTRONIC MEANS

EVSN (E-voting Sequence Number)	User ID	Password
150720011		

Notes:

- Kindly read the instructions printed overleaf before filling the form. Valid Ballot Forms received by the Scrutinizer by 5:30 p.m. on 30th August, 2015 shall only be considered.
- If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.



INSTRUCTIONS:

1. A member desiring to exercise his/her vote by postal ballot may complete this Postal Ballot Form in all respects and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form, if deposited in person or sent by courier / registered / speed post at the expense of the member will also be accepted.
2. Alternatively, a member may vote through electronic means as per given at **“Instructions for voting through Electronic means”** in the Postal Ballot Notice sent herewith, in case the members wish to vote through electronic means.
3. The Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company) by the member. In case of joint holding, this form must be completed and signed by the first-named member and in his/ her absence, by the next-named member.
4. Please convey your assent / dissent in this Postal Ballot Form. The assent or dissent received in any other form or on a photo copy of the Postal Ballot Form shall be considered invalid.
5. The votes of a member will be considered invalid on any of the following grounds:
 - a) if the member's signature does not tally;
 - b) if the member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceeds the total number of shares held;
 - c) if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - d) if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds.
6. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
7. The Postal Ballot shall not be exercised by a proxy.
8. Duly completed Postal Ballot Forms should reach the Scrutinizer by 5:30 P.M. on 30th August, 2015. All Postal Ballot Forms received after this date will be strictly treated as if the reply from such member has not been received.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member as on the cut-off date of 17th July, 2015.
10. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution / authorization together with the specimen signature(s) of the duly authorized signatories. (It is required only in case the signatories are other than the signatories whose specimen signatures are registered with Registrar and Transfer Agent, viz: Link Intime India Pvt. Ltd.).
11. Members are requested NOT to send any other paper along with the Postal Ballot Forms in the enclosed self-addressed postage-prepaid business reply envelopes as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. There will be one Postal Ballot form for every Folio / DP ID and Client ID, irrespective of the number of joint holders.
13. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified at Item 8 above.
14. A tick (√) mark should be placed in the relevant box signifying assent / dissent for the resolution, as the case may be, before mailing the Postal Ballot Form.
15. Members are requested to fill in the Postal Ballot Form with indelible ink and not by any erasable writing mode.