

INSTRUCTIONS

1. General Instructions:

- a) There will be one Postal Ballot Form/e-voting for every Client ID No./Folio No., irrespective of the number of joint holders.
- b) 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 a member has casted the vote through both physical postal ballot and e-voting, then vote cast through e-voting shall prevail and vote cast through Physical Postal Ballot shall be considered as invalid.
- c) Voting in the Postal Ballot/e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled vote through their authorised representatives with proof of their authorization, as stated below.
- d) Any query in relation to the Resolution proposed to be passed by Postal Ballot may be addressed to Mr. D. T. Gokhale, Company Secretary of the Corporate Office of the Company at Prospect Chambers, 317/321, Dr. D. N. Road, Fort, Mumbai-400 001.
- e) The Scrutinizer's decision on the validity of a Postal Ballot/E-voting shall be final binding.
- f) A member need not exercise all his/her votes.

2. Instructions for voting physically by Postal Ballot Form:

- a) A member desirous of exercising his/her/its Vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer, Mr. Jatin Papat, Proprietor, JSP Associates, Practicing Company Secretary, in the attached self-addressed envelope the postage of which is being borne and paid by the Company. Further, any envelopes containing postal ballot, if deposited in person or sent by courier at the expense of the Registered Member(s) will also be accepted.
- b) The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Company.
- c) This Form must be completed and signed by the Member, as per specimen signature registered with the Company or Depository Participant, as the case may be. In case of joint holding, this Form must be completed and signed (as per the specimen signature with the Company) by the first named Member and in his/her/its absence, by the next named Member.
- d) In respect of shares held by corporate and institutional members (companies, trusts, societies, etc.), completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
- e) Voting rights shall be reckoned to the paid-up-equity shares registered in the name of the Member as on the close of business hours on 14th July, 2017 (Cut-off-Date).
- f) The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
- g) Members are requested to fill the Postal Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
- h) Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (5:00 p.m.) on 27th August, 2017. All Postal Ballot Forms received after this date will be strictly treated as if no reply has been received from the Member.
- i) A Member may request for a duplicate Postal Ballot Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified in instruction No. 2(h) above.
- j) Members are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything in the Postal Ballot Form except giving their assent or dissent and putting their signature. If any such other paper is sent, the same will be disregarded by the Scrutinizer.
- k) The result of the voting on Resolution will be announced on/before 30th August, 2017. The result of the Postal Ballot will be intimated to the Stock Exchange viz. BSE Limited, where the Company's shares are listed, displayed on the website of the Company at www.dmcc.com and on the website of CDSL.
- l) A member need not exercise all his/her/its votes nor does he/she need to cast all his/her/its votes in the same way. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast (to the extent of number of shares held as on the cut-off-date) as per the tick mark placed by the member in the respective column.
- m) Postal Ballot Forms with following deficiencies will be rejected.
 - (i) A form other than one issued by the company has been used;
 - (ii) It has not been signed by or on behalf of the Member;
 - (iii) Signature on the postal ballot form doesn't match the specimen signatures with the company;
 - (iv) It is not possible to determine without any doubt the assent or dissent of the Member;
 - (v) Neither assent nor dissent is mentioned;
 - (vi) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member;
 - (vii) The envelope containing the postal ballot form is received after the last date prescribed;
 - (viii) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - (ix) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - (x) Member has made any amendment to the Resolution or imposed any condition while exercising his/her/its vote;
 - (xi) Such other reasons as the Scrutinizer may deem fit.