

To,  
The General Manager  
Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
Scrip Code - 532387

The Manager  
Listing Department  
National Stock Exchange Limited  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (East), Mumbai 400 051  
Scrip Code - PNC

March 16, 2026

Dear Sir,

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal Ballot.**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), please find enclosed herewith the Postal Ballot Notice dated March 13, 2026, along with Explanatory Statement ("Notice") for seeking approval of Members of the Company by way of remote e-voting process to transact the following business:

Sr. No.	Description of Resolution
1	Re-Appointment of Mr Sunil Kumar Alagh (DIN: 00103320) as an Independent Director of the Company for a second consecutive term of 5 years, commencing from April 6, 2026 till April 5, 2031 and will continue in office even though he is 79 years old- <b>By way of Special Resolution;</b>
2	Re-Appointment of Mr Karan Ravi Ahluwalia (DIN: 01319174) as an Independent Director of the Company for second consecutive term of 5 years commencing from April 6, 2026 till April 5, 2031- <b>By way of Ordinary Resolution;</b>

The Notice is being sent by National Securities Depository Limited ("NSDL") through electronic means only to those Members of the Company whose email addresses are registered with MUFG Intime India Private Limited, the Registrar and Transfer Agent of the Company, Depository and whose names appear in the Register of Members / List of Beneficial Owners as on **Friday, March 13, 2026 ("Cut-off Date")**.

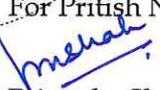
The voting period will commence from **Tuesday, March 17, 2026 at 9.00 AM Hours IST and end on Thursday, April 16, 2026 at 5:00 PM Hours IST**. The details of business to be transacted are given in the attached Notice of Postal Ballot. The results of the remote e-voting will be declared within two (2) working days from the conclusion of the e-voting period.

Further, the notice of Postal Ballot is being made available on the website of the Company i.e. [www.pritishnandycom.com](http://www.pritishnandycom.com).

Kindly take the same on record.

Thank you,

Yours truly,  
For Pritish Nandy Communications Limited

  
Priyanka Shah  
Company Secretary & Compliance Officer



**Encl. as above stated**

# PRITISH NANDY COMMUNICATIONS

## Prithish Nandy Communications Limited

Registered Office 87/88 Mittal Chambers Nariman Point Mumbai 400021  
Phone: 42130000 Fax: 42130033 Website: www.pritishnandycom.com  
Email: companysecretary@prithishnandycom.com  
CIN L22120MH1993PLC074214

### NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules 2014 as amended and applicable Circulars issued by Ministry of Corporate Affairs, Government of India, from time to time]

**Dear Member(s),**

Notice is hereby given pursuant to and in compliance with the provisions of Section 108 and Section 110 of the Companies Act, 2013 ("**the Act**") (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Act and the Rules, General Circular No. 14/2020 dated April 08, 2020 and subsequent circulars issued in this regard and latest one being General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (collectively '**MCA Circulars**') and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 dated May 12, 2020 and subsequent circulars issued in this regard and latest one being SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India (collectively '**SEBI Circulars**') and in compliance with the provisions of the Companies Act, 2013 ('**the Act**') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), Secretarial Standard on General Meetings ("**SS2**") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), to seek your consent for the resolutions as set out hereunder and proposed to be passed through postal ballot ("**Postal Ballot**") by way of remote electronic voting ("**e-voting**") Process.

Pursuant to Rule 22 (5) of the Rules, the Board of Directors, through a Circular Resolution passed on March 13, 2026, has approved the appointment of Mr Vinayak N Deodhar of V. N. Deodhar & Co., Practicing Company Secretaries, as the scrutinizer ("**Scrutinizer**") for conducting the E-voting process in a fair and transparent manner.

In accordance with the provisions of the MCA Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the Notes under the section "**General information and instructions relating to e-voting**" in this postal ballot notice ("**Postal Ballot Notice**") to cast their vote

electronically. Shareholders are requested to cast their vote through the e-voting process, which shall commence on **Tuesday, March 17, 2026 at 9.00 AM Hours IST and end on Thursday, April 16, 2026 at 5:00 PM Hours IST**. The remote e-voting facility shall be disabled thereafter and voting beyond the said date and time will not be allowed. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. on **Friday, March 13, 2026**, may cast their vote electronically.

The Scrutinizer will submit his report to any Director or Company Secretary of the Company authorised by the Board of Directors after completion of scrutiny of the e-voting. The results shall be declared on or before **Saturday, April 19, 2026**. The results, along with the Scrutinizer's Report, will be communicated to BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE"), and National Securities Depository Limited ("NSDL"), **MUFG Intime India Private Limited** and will also be displayed on the Company's website [www.pritishnandycom.com](http://www.pritishnandycom.com).

#### **Items of Special Business requiring consent from shareholders through Postal Ballot:**

**ITEM NO. 1 - Re-Appointment of Mr Sunil Kumar Alagh (DIN: 00103320) as an Independent Director of the Company for a second consecutive term of 5 years, commencing from April 6, 2026 till April 5, 2031 and will continue in office even though he is 79 years old:**

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

**"RESOLVED** that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules framed thereunder, read with Schedule IV of the Act and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR"), **Mr Sunil Kumar Alagh (DIN: 00103320)**, approvals and recommendations of the Nomination and Remuneration Committee, and that of the Board, be and is hereby re-appointed as an Independent Director of the Company for a second consecutive term of five years commencing from April 6, 2026 to April 5, 2031 and continuing in office notwithstanding that he has attained 79 years of age, not liable to retire by rotation;

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**ITEM NO. 2 - Re-Appointment of Mr Karan Ravi Ahluwalia (DIN: 01319174) as an Independent Director of the Company for second consecutive term of 5 years commencing from April 6, 2026 till April 5, 2031:**

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

**“RESOLVED** that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules framed thereunder, read with Schedule IV of the Act and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR”), **Mr Karan Ravi Ahluwalia (DIN: 01319174)**, approvals and recommendations of the Nomination and Remuneration Committee, and that of the Board, be and is hereby re-appointed as an Independent Director of the Company for a second consecutive term of five years commencing from April 6, 2026 to April 5, 2031, not liable to retire by rotation;

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Priyanka Shah  
Company Secretary and Compliance Officer

Mumbai, March 13, 2026

Registered Office: 87/88 Mittal Chambers, Nariman Point, Mumbai 400021

Email [companysecretary@prishnandy.com](mailto:companysecretary@prishnandy.com) | Web [www.pritishnandy.com](http://www.pritishnandy.com)

**Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circulars issued thereunder:**

Pursuant to Sections 102 of the companies Act 2013 ("the Act") read with the Rule 22 of Companies (Management and Administration) Rules, 2014 ("the Rules"), Secretarial Standard-2 on General Meetings and Regulation 17(11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended pertaining to the said Resolutions setting out the material facts concerning the said items and the reasons thereof is annexed hereto.

**Item No. 1**

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and in terms of the provisions of Section 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations), subject to the approval of members, approved the re-appointment of Mr Sunil Kumar Alagh as an Independent Director of the Company for a second consecutive term of five years commencing from April 6, 2026 to April 5, 2031 and continuing in office notwithstanding that he has attained 79 years of age by way circular resolution.

The Company has received from him all statutory disclosures/declarations including (i) consent in writing to act as director in form DIR-2, pursuant to Rule 8 of the Companies(Appointment & Qualification of Directors) Rules 2014, ("the Appointment Rules"), (ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act and (iii) a declaration to the effect that he meets the criteria of Independence as provided in sub-section (6) of the Section 149 of the Act.

Mr Sunil Kumar Alagh has graduated in Economics with MBA from IIM Calcutta. He has 30 years of corporate experience in various organizations including ITC Limited, Jagatjit Industries Limited and Britannia Industries Limited. He was Managing Director and CEO of Britannia Industries Limited from 1989 to 2003. He was a Senior Advisor to AXA, France, a Member on Advisory Board of Vikas Ecotech Limited and on the Executive Committee of the Federation of Indian Chambers of Commerce and Industry (FICCI). Earlier, he was also a Member of the Board of Governors of IIM Bangalore and IIM Indore, the Governing Council of the National Institute of Design, Ahmedabad, Member of the Round Table on Higher Education of the Ministry of HRD, Government of India and the Prasar Bharti Board. He has been appointed on the "Board of Trustees" and "Finance Committee" in "India Brand Equity Foundation". (IBEF). He is, presently, on the Board of Eveready Industries India Limited. He is founder and Managing Director of SKA Advisors Private Limited.

The Board is of the opinion that Mr Alagh's extensive experience and expertise bring significant value to the Board discussions and decision-making process.

Accordingly, the Board recommends the Special Resolution for the re-appointment of Mr Sunil Kumar Alagh as an Independent Director of the Company for a second consecutive term of five years commencing from April 6, 2026 to April 5, 2031 and continuing in office notwithstanding that he has attained 79 years.

Except Mr Sunil Kumar Alagh, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the Resolution.

Your Directors recommend the above resolution set out in Item No. 1 as a Special Resolution for your approval.

## **Item No. 2**

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and in terms of the provisions of Section 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations), subject to the approval of members, approved the re-appointment of Mr Karan Ravi Ahluwalia as an Independent Director of the Company for a second consecutive term of five years commencing from April 6, 2026 to April 5, 2031 by way circular resolution.

The Company has received from him all statutory disclosures/declarations including (i) consent in writing to act as director in form DIR-2, pursuant to Rule 8 of the Companies(Appointment & Qualification of Directors) Rules 2014, ("the Appointment Rules"), (ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act and (iii) a declaration to the effect that he meets the criteria of Independence as provided in sub-section (6) of the Section 149 of the Act.

Mr Karan Ravi Ahluwalia Masters in Commerce from Mumbai University. He was Senior President and Country Head, Media & Entertainment, Fine Arts, Luxury & Sports Banking Group of Yes Bank Limited. As part of the founding team at Yes Bank, he was instrumental in setting up, developing and managing the portfolio on customizing comprehensive financial solutions comprising of strategic advisory, fundraising, direct & structured financing for the Media & Entertainment, Sports and Luxury sectors. Prior to Yes Bank, he was part of the founding team at Rabo India (Rabobank's Indian subsidiary) where he has worked across the Corporate Finance, Investment Banking, Marketing and Strategic Business Initiatives functions. His first stint at ANZ was where the grooming for Funding (including International Debt Originations) and Advisory for Indian corporates begun.

The Board is of the opinion that Mr Ahluwalia's extensive experience and expertise bring significant value to the Board discussions and decision-making process.

Accordingly, the Board recommends the Ordinary Resolution for the re-appointment of Mr Karan Ravi Ahluwalia as an Independent Director of the Company for a second consecutive term of five years commencing from April 6, 2026 to April 5, 2031.

Except Mr Karan Ravi Ahluwalia, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the Resolution.

Your Directors recommend the above resolution set out in Item No. 2 as an Ordinary Resolution for your approval.

By Order of the Board of Directors

Priyanka Shah  
Company Secretary and Compliance Officer

Mumbai, March 13, 2026

Registered Office: 87/88 Mittal Chambers, Nariman Point, Mumbai 400021

Email [companysecretary@prishnandycom.com](mailto:companysecretary@prishnandycom.com) | Web [www.pritishnandycom.com](http://www.pritishnandycom.com)

#### NOTES:

1. In accordance with the provisions of the Act, read with the Rules made thereunder and MCA Circulars, the Postal Ballot notice is being sent only by e-mail to those Members whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on **Friday, March 13, 2026**.

Members may note that this Postal Ballot notice will also be available on the website of the Company [www.pritishnandycom.com](http://www.pritishnandycom.com), website of the Stock Exchanges on which the equity shares of the Company are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

#### 2. **General information and instructions relating to e-voting are as under:**

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote by electronic means through the e-voting platform provided by NSDL.

- ii. Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the Members on **March 13, 2026** ('cut-off date'). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting. A person who is not a member as on the cut-off date should treat this Postal Ballot notice for information purpose only.
- iii. Voting rights through e-voting cannot be exercised by a proxy.
- iv. The remote e-voting period commences at **Tuesday, March 17, 2026 at 9.00 AM. Hours IST** and end on **Thursday, April 16, 2026 at 5.00 PM. Hours IST**. The remote e-voting module will be disabled by NSDL for voting thereafter. The detailed process for remote e-voting is given below in point (vii).
- v. The Scrutinizer shall immediately after the conclusion of voting through remote e-voting, make a Scrutinizer's Report of the total votes cast in favour or against, if any, and will submit his Report to the Wholtime Director(s) of the Company or any other authorised person. The result of the voting by Postal Ballot will be announced on or before 5:00 p.m. IST on **Saturday, April 19, 2026**.

The result shall be announced on the website of the BSE Limited and National Stock Exchange of India Limited, Stock Exchanges, where equity shares of the Company are listed. The results will also be disclosed on the Company's website at [www.pritishnandycom.com](http://www.pritishnandycom.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- vi. Resolutions passed by the Members by means of Postal Ballot will be deemed to have been passed at a General Meeting of the Members. The resolutions, if passed by requisite majority, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Thursday, April 16, 2026 at 5.00 PM**.
- vii. The details of the process and manner for remote e-voting are explained herein below:

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### **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:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.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>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ 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 e-</li> </ol>

	<p><b>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.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 40px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

Individual Shareholders (holding securities in demat mode) login through their depository participants	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.
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**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.**

Login type	Helpdesk details
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.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 toll free no. 1800-21-09911

**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>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</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.com](mailto:evoting@nsdl.com) 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.
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 [vndeodhar@gmail.com](mailto:vndeodhar@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than

individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.

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 : 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**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 [www.pritishnandycom.com](http://www.pritishnandycom.com).
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 [www.pritishnandycom.com](http://www.pritishnandycom.com). 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.com](mailto:evoting@nsdl.com) 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.

**Additional Disclosures/ Information pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and applicable provisions of Secretarial Standard - 2**

<b>Name of the Director</b>	Mr Sunil Kumar Alagh
<b>DIN</b>	00103320
<b>Date of Birth &amp; Age</b>	DOB: 06/11/1946 Age: 79 years
<b>Date of first appointment on the Board</b>	April 06, 2021
<b>Category</b>	Non- Executive, Independent Director
<b>Qualification</b>	Graduate in Economics with MBA from IIM Calcutta
<b>Work Experience in functional area</b>	30 years of corporate experience in various organizations including ITC Limited, Jagatjit Industries Limited and Britannia Industries Limited. He was Managing Director and CEO of Britannia Industries Limited from 1989 to 2003. He was a Senior Advisor to AXA, France, a Member on Advisory Board of Vikas Ecotech Limited and on the Executive Committee of the Federation of Indian Chambers of Commerce and Industry (FICCI). Earlier, he was also a Member of the Board of Governors of IIM Bangalore and IIM Indore, the Governing Council of the National Institute of Design, Ahmedabad, Member of the Round Table on Higher Education of the Ministry of HRD, Government of India and the Prasar Bharti Board. He has been appointed on the "Board of Trustees" and "Finance Committee" in "India Brand Equity Foundation". (IBEF). He is, presently, on the Board of Eveready Industries India Limited. He is founder and Managing Director of SKA Advisors Private Limited.
<b>Terms and conditions of appointment</b>	As per the resolution set out as Item No 1 of this Postal Ballot Notice
<b>Number of shares held in the Company</b>	Nil
<b>Relationship with another Director, Manager and other Key Managerial Personnel of the Company</b>	No Relations
<b>No. of Board Meetings attended during the financial year (FY 2025-26) till the date of postal ballot notice</b>	4
<b>Directorships held in other companies including the Company as on the date of the Postal Ballot Notice</b>	Eveready Industries India Limited; Pritish Nandy Communications Limited; SKA Advisors Private Limited
<b>Name of listed entities from which the person has resigned in the past three years as Director</b>	United Breweries Limited
<b>Membership / Chairmanship of Committees of other Boards as on date of the Postal Ballot Notice</b>	Nil
<b>Remuneration last drawn (sitting fees paid for FY 2025-26)</b>	Rs. 75,000/- per board meeting and he has attended 4 board meetings.

<b>Name of the Director</b>	Mr Karan Ravi Ahluwalia
<b>DIN</b>	01319174
<b>Date of Birth &amp; Age</b>	DOB: 20/06/1974 Age: 51 years
<b>Date of first appointment on the Board</b>	April 06, 2021
<b>Category</b>	Non- Executive, Independent Director
<b>Qualification</b>	Masters in Commerce from Mumbai University
<b>Work Experience in functional area</b>	He was Senior President and Country Head, Media & Entertainment, Fine Arts, Luxury & Sports Banking Group of Yes Bank Limited. As part of the founding team at Yes Bank, he was instrumental in setting up, developing and managing the portfolio on customizing comprehensive financial solutions comprising of strategic advisory, fundraising, direct & structured financing for the Media & Entertainment, Sports and Luxury sectors. Prior to Yes Bank, he was part of the founding team at Rabo India (Rabobank's Indian subsidiary) where he has worked across the Corporate Finance, Investment Banking, Marketing and Strategic Business Initiatives functions. His first stint at ANZ was where the grooming for Funding (including International Debt Originations) and Advisory for Indian corporates begun.
<b>Terms and conditions of appointment</b>	As per the resolution set out as Item No 2 of this Postal Ballot Notice
<b>Number of shares held in the Company</b>	Nil
<b>Relationship with another Director, Manager and other Key Managerial Personnel of the Company</b>	No Relations
<b>No. of Board Meetings attended during the financial year (FY 2025-26) till the date of postal ballot notice</b>	4
<b>Directorships held in other companies including the Company as on the date of the Postal Ballot Notice</b>	Prithish Nandy Communications Limited;
<b>Name of listed entities from which the person has resigned in the past three years as Director</b>	Nil
<b>Membership / Chairmanship of Committees of other Boards as on date of the Postal Ballot Notice</b>	Nil
<b>Remuneration last drawn (sitting fees paid for FY 2025-26)</b>	Rs. 75,000/- per board meeting and he has attended 4 board meetings.

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