



Reg Office: Shop#1, Country Inn, Mehraagaon, Bhimtal, Uttarakhand-248179

Corporate Office: B-210, Ansal Chamber-I, Bhikaji Cama Place, New Delhi-110066

T: 011-26184535, **E:** info@wellesleycorp.com, **W:** www.wellesleycorp.com **CIN:** L45202UR1991PLC000604

POSTAL BALLOT FORM

Serial No.

Name of the Shareholder(s)
(IN BLOCK LETTERS)
(Including joint holders, if any)

Address of the Sole/First named
shareholder as registered with
the company

Registered Folio No./ Client ID No./
DP. ID. No.
(*Applicable to investor holding
shares in dematerialized form)

Number of Share Held

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through poll for the business stated below by sending my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Item No.	Brief Particulars of the Resolution	No. of Shares held	I/We assent to the resolution ('For')	I/We dissent to the resolution ('Against')
1.	Special Resolution - Alteration in Main Objects of the Memorandum of Association of the Company			
2.	Special Resolution - Adoption of new set of Memorandum of Association, as per Table A in accordance with Companies Act, 2013.			
3.	Special Resolution - Adoption of new set of Article of Association, as per Table F in accordance with Companies Act, 2013.			

Place :

Date :

(Signature of the shareholder)

The Company is pleased to offer all its Members, e-Voting facility as an alternative mode for casting their votes electronically, instead of sending the postal ballot forms to the Scrutinizer. However, e-Voting is optional.

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD / PIN

The postal Ballot Form shall reach the Scrutinizer on or before 11th May, 2018. Please note that any Postal Ballot Form(s) received after that date and time will be treated as not having been received.

INSTRUCTIONS

Dear Members,

Subject: Instruction for e-voting

Pursuant to provisions of section 108 of the Companies Act 2013, read with Companies (Management & Administration) Rules, 2014 the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set forth in the postal ballots. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facility.

E-voting facility is available at the link: www.evoting.nsdl.com

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

Commencement of E-Voting	End of E-Voting
12 th April, 2018 (09:00 AM)	11 th May, 2018 (5:00 PM)

Please read the following instructions for casting the votes through e-voting mechanism:-

- 1) Please note that the password is an initial password.
- 2) Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
- 3) The Postal Ballot Notice inter alia indicating the process and manner of e-Voting process and can be downloaded from the link <https://www.evoting.nsdl.com> or <https://www.wellesleycorp.com>
- 4) Click on "Shareholder - Login".
- 5) Put User ID and password as initial password noted in step (1) above and Click Login. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of 05th April, 2018
- 6) Password Change Menu appears, change the password with new password of your choice with minimum 8 digits/characters or combination thereof. In case you are already registered with NSDL you can use your existing login and password
- 7) Home page of "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
- 8) Select "EVEN" of **WELLESLEY CORPORATION LIMITED**
- 9) Now you are ready for "e-Voting" as "Cast Vote" page opens.
- 10) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted. Kindly note that vote once casted cannot be modified.
- 11) Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc, together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail vijaykaulandco@hotmail.com
- 12) During the E- Voting period, shareholders of the Company, holding shares either in physical form or in Dematerialized form, as on the record date may cast their vote electronically. The record date for the purpose of e-voting is 05th April, 2018.
- 13) The Company has appointed Mr. Vijay Kumar Kaul, Proprietor, M/s Vijay Kaul & Co, Practicing Company Secretary as the Scrutinizer to count the votes casted in favor or against the resolution proposed for all the items of the Postal Ballot Notice as mentioned in the Notice and to comply with the provisions of Section 108 of the Companies Act, 2013. He will submit his report on 14th May, 2018 to the Managing Director of the Company and in turn the Managing Director will announce the same on 14th May, 2018
- 14) All the documents referred to in this Notice and explanatory statements are open for Inspection of the members at the registered office of the Company on all working day