

6th June, 2016

**The Corporate Relationship Department
BSE Ltd.**

**PhirozeJeejeebhoy Towers
1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai - 400 001**

**The Secretary,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051**

Dear Sirs,

Sub: Completion of Dispatch of Notice of Postal Ballot along with Postal Ballot Form and Newspaper Advertisement

This is with reference to our earlier intimation dated 23rd May, 2016 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, wherein it was intimated that the Board of Directors of the Company at their meeting held on 23rd May, 2016 had approved the Notice of Postal Ballot for seeking consent of the Members of the Company through special resolution for (1) increase in borrowing powers of the Board of Directors u/s 180 (1)(c) of the Companies Act, 2013 (2) issuance of Non Convertible Debentures on Private placement Basis.

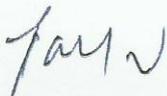
The Postal Ballot Notice was dispatched along with Postal Ballot Form on 4th June, 2016 to all Members whose names appear on the Registrar of Members/ List of Beneficial owners, received from National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 27th May, 2016 (Cut off date).

The Company has engaged the services of CDSL for the purpose of providing remote e-voting facility to all its Members. The voting through postal ballot and through remote e-voting shall commence from Sunday, 5th June, 2016 (09:00 AM IST) and shall end on Monday, 4th July, 2016 (05:00 PM IST).

Advertisement required under Section 108 and 110 of the Companies Act, 2013 has also been published in the newspaper on 6th June, 2016 in Financial Express, Kolkata (English Edition) and Ekdin, (Kolkata Bengali Edition). We are enclosing herewith the Notice of Postal Ballot dated 23rd May, 2016, Postal Ballot Form and Newspaper advertisement.

You are requested to take this information on records.

For **HSIL LIMITED**



(Payal M. Puri)
Company Secretary

Name: Payal M. Puri
Address: IA 35A, DDA Flats, Phase 1 Ashok Vihar, Delhi - 110052
Membership No. 16068

HSIL Limited

(An ISO 9001 14001 OHSAS 18001 Certified Company)

Corporate Office: 301-302, IIIrd Floor Park Centra, Sector-30, NH-8, Gurgaon, Haryana - 122 001. T +91-124-4779200, F +91-124-4292898/99

Registered Office: 2, Red Cross Place, Kolkata, West Bengal - 700 001. T +91-33-22487406/07, F +91-33-22487045

marketing@hindware.co.in | www.hindwarehomes.com | CIN No. - L51433WB1960PLC024539





HSIL LIMITED

Registered Office : 2, Red Cross Place, Kolkata - 700 001

Phone : 91-33-2248 7406 / 07

E-mail : hsilinvestors@hindware.co.in

Website : www.hindwarehomes.com

CIN : L51433WB1960PLC024539

NOTICE OF POSTAL BALLOT

Dear Shareholder(s),

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013, (Act) read with Rule 22 of Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for time being in force), Secretarial Standard - 2 (SS 2), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other laws and regulations as may be applicable from time to time, to pass the proposed resolutions as set out below, by means of Postal Ballot, which includes remote e-voting:

Members' consent is sought for the Resolutions appended below. The Statement pertaining to the said Resolutions under Section 102 (1) of the Act setting out the material facts and reasons for the Resolutions is also annexed herewith and is being sent to you along with a Postal Ballot Form for your consideration.

The Board of Directors have appointed **Mr. Pravin Kumar Drolia, Practicing Company Secretary**, as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

You are requested to carefully read the instructions printed on the Postal Ballot Form and the Notice and return the Postal Ballot Form duly completed in all respects in the enclosed self-addressed pre-paid postage envelope (if posted in India), so as to reach the Scrutinizer **on or before the close of business hours at 5.00 p.m. on Monday, 4th July, 2016** the last date for receipt of the completed Postal Ballot Forms. Please note that the Postal Ballot Form (s) received after the said date will be treated as if reply from the member has not been received in terms of the Rule.

The postage on the enclosed self-addressed pre-paid postage envelope shall be borne and paid by the Company.

We are pleased to offer remote e-voting facility also as an alternate for our Members which would enable you to cast your votes electronically, instead of sending physical Postal Ballot form. Remote e-voting is optional. Please carefully read and follow the instructions on remote e-voting printed in this notice.

The Scrutinizer will submit his report to the Chairman and Managing Director of the Company or in his absence to any other Director of the Company, after completion of scrutiny of postal ballots in a fair and transparent manner and the result of the postal ballot will be announced on Wednesday, 6th July, 2016 at 3.00 p.m. at the Registered Office of the Company. The date of announcement of the result of postal ballot shall be taken to be the date of passing of the resolutions. The results declared along with the Scrutinizer's Report shall be displayed on the notice board of the Company at its Registered Office and Corporate Office, Company's website www.hindwarehomes.com and on the website of CDSL www.cdslindia.com for information of the Members, besides being communicated to the Stock Exchanges. The result of the postal ballot shall also be announced through newspaper advertisement.

Proposed Resolutions:

Special Business

1. INCREASE IN THE BORROWING POWERS OF THE BOARD OF DIRECTORS

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

"**RESOLVED THAT** in supersession of the earlier resolutions passed, the consent of the Company be and is hereby accorded in terms of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules thereof (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof) for borrowing from time to time any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed shall not at any time exceed Rs. 2000 Crore (Rupees Two Thousand Crores Only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

2. ISSUE OF NON CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS

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

RESOLVED THAT pursuant to the provisions of Sections 42 and 71 of the Companies Act, 2013 (Act), Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, Rules, Regulations and Guidelines issued by the Securities and Exchange Board of India (SEBI) including SEBI (Issue and Listing of Debt Securities) Regulations, 2008, including any amendment, modification, variation or re-enactment thereto and other applicable provisions, if any, provisions of the Foreign Exchange Management Act, 1999 and all the applicable Rules, Regulations as framed thereunder from time to time, and such other statutes, notifications, clarifications, circulars, rules and regulations as

may be applicable and relevant, as amended from time to time and issued by Government of India (GOI), the Reserve Bank of India (RBI), the Foreign Investment Promotion Board (FIPB) and any other appropriate authorities, institutions or bodies, as may be applicable, in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions, if any, of the GOI, FIPB, RBI, SEBI, Stock Exchanges or any other appropriate authorities, institutions or bodies, as may be necessary, and subject to such conditions as may be prescribed by any of them while granting such approvals, consents, permissions and sanctions, the consent of the shareholders be and is hereby accorded to permit the Board of Directors (hereinafter referred to as "the Board" which shall deem to include Corporate Affairs Committee "the Committee") in its absolute discretion to create, offer, issue and allot, from time to time but within 1 (one) year from the date of this resolution, in one or more tranches, in the course of one or more domestic offerings, in one or more domestic markets to one or more eligible investors (resident of India or non-resident), secured, unsecured, redeemable, non-convertible debentures ("the debentures"), on private placement basis in dematerialized form, for such amount(s) as the Board may in its absolute discretion at any time hereafter determine but for an aggregate amount not exceeding Rs 500 Crores (including premium), provided that the aggregate amount of such debentures shall be within the overall borrowing limits of the Company as approved by the members of the Company from time to time.

RESOLVED FURTHER THAT the consent of the shareholders be and is hereby accorded to the Board to determine in its absolute discretion the terms and quantum of each issue of the Debentures and of each series including the consideration and utilization of proceeds, class of investors and to do all such acts and things and deal with all such matters and take all such steps as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to any creation, issue, offer or allotment of the debentures, as described above, the Board be and is hereby authorized on behalf of the Company, to do all such acts, deeds, matters, and things as it may, in its absolute discretion, deem necessary or desirable for such purposes, including without limitation, appointment and entering into arrangement for managing, underwriting, marketing, listing, trading, acting as depository, custodian, legal advisor or any other advisors, registrar, paying and conversion agent, trustee(s) and to issue any offer document and sign all applications, filings, deeds, documents and writings, and to pay any fees, commissions, remunerations, expenses relating thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such issue(s) or allotments and utilization of the issue proceeds, and to finalise and execute such documents and writings as may be necessary or desirable as the Board as it may, in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise, to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, and accordingly any such action, decision or direction of the Board shall be binding on all the members of the Company."

**By order of the Board of Directors
HSIL Limited**

Place : Gurgaon
Date : 23.05.2016

**Payal M Puri
Company Secretary**

NOTES:

1. The Board of Directors has appointed Mr. Pravin Kumar Drolia, Practicing Company Secretary, as the Scrutinizer to conduct the postal ballot/remote e-voting process in a fair and transparent manner.
2. The Statement as required under Section 102 of the Companies Act, 2013 is appended to this Notice. A Postal Ballot Form is also enclosed.
3. The Notice is being sent to all the Members by post (and electronically by email to those Members who have registered their email IDs with the Company), whose names appear in the Register of Members/Record of Depositories as on 27th May, 2016. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the company as on record date i.e. 27th May, 2016. Person who is not a member on record date should treat this Notice for information purpose only.
4. All the material documents referred to in the explanatory statement will also be available for inspection at the registered office of the Company on any working day except public holidays, Saturdays and Sundays between 3.00 p.m. and 5.00 p.m. upto the date of passing of the resolutions through postal ballot.
5. The Notice is also being published in Financial Express, Kolkata (English Edition) and Ekdin, Kolkata (Bengali Edition).
6. The Notice is also placed on the website of the Company i.e. www.hindwarehomes.com.
7. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has also extended remote e-voting facility as an alternate, for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form(s).
8. The Members can opt for only one mode of voting, i.e., either by physical ballot or remote e-voting. In case Members cast their votes through both the modes, voting done by remote e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.

Instructions for Voting:

Voting through Physical Postal Ballot Form

1. A member desiring to exercise vote by Postal Ballot shall complete the enclosed Postal Ballot Form with assent (for) or dissent (against) and send it to the Scrutinizer in the enclosed self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if sent by courier or by Registered Post at the expense of the Registered Member will also be accepted. The envelopes may also be deposited personally at the address given thereon. The Postal Ballot Form, duly completed and signed should be returned in the enclosed self-addressed postage prepaid envelope directly to the Scrutinizer so as to reach the Scrutinizer before the close of working hours on or before 4th July, 2016 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member(s).
2. The members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted.
3. Shareholders who do not receive the Postal Ballot Form may write to the Company's Registrar - Maheshwari Datamatics Pvt. Ltd. at 6, Mangoe Lane, Kolkata - 700 001 or to the e-mail id : mdpldc@yahoo.com and obtain a duplicate thereof.

Voting through electronic means

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members, facility to exercise their right to vote on resolutions proposed to be passed by electronic means. The members may cast their votes using electronic voting system ("remote e-voting").

2. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the Authorised Agency to provide remote e-voting facilities.
3. Members are requested to carefully read the instructions for remote e-voting before casting their vote.
4. The remote e-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for remote e-voting :

Commencement of remote e-voting	9.00 a.m., Sunday, 5th June 2016
End of remote e-voting	5.00 p.m., Monday, 4th July 2016

5. The instructions for members for remote e-voting are as under:
 - a) Shareholders should log on to the e-voting website www.evotingindia.com
 - b) Click on "Shareholders" tab.
 - c) Now, select the "HSIL Limited" from the drop down menu and click on "SUBMIT".
 - d) Now Enter your User ID.
 - (i) For CDSL: 16 digits beneficiary ID,
 - (ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - (iii) For Physical Form : Member should enter Folio Number registered with the Company.
 - (e) Next enter the Image Verification as displayed and Click on Login.
 - (f) 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.
 - (g) 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) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field. The sequence number is printed on the Postal Ballot Form address to the shareholder individually, containing particulars of e-voting sent alongwith Notice of Postal Ballot • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 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. <ul style="list-style-type: none"> • 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.

- (h) After entering these details appropriately, click on "SUBMIT" tab.
- (i) 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.
- (j) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (k) Click on the EVSN for the relevant "HSIL Limited" on which you choose to vote.
- (l) 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.
- (m) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (n) 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.
- (o) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (p) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (q) 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.
- (r) Note for Institutional Shareholders
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://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 they have to create a user who would be able to link the account(s) 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.
- (s) 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.
- (t) The voting rights of shareholders shall be in proportion to their share in the paid up equity share capital of the Company.

ANNEXURE TO THE NOTICE
(Statement under Section 102 of the Companies Act, 2013)

ITEM NO. 1

Members of the Company by way of a special resolution passed by Postal Ballot on 24th September, 2014, had accorded its consent to the Board of Directors to borrow funds to the extent of Rs.1500 crore in excess of the paid up capital and free reserves of the Company.

In view of Company's consistent requirements for financing the capital expenditure on expansion and modernization programs and partly to augment the long term capital requirements for Company's growing activities and operations, it is necessary to raise the existing borrowing limit of Rs.1500 Crore to Rs. 2000 Crore.

Thus, pursuant to provisions of Section 180 of the Companies Act, 2013 consent of the members is required by way of a special resolution for said enhancement in borrowing limit of the company.

None of the Directors or Key Managerial Personnel or their relatives, except to the extent of their shareholdings, are interested in this resolution.

The Board recommends the Special Resolution set out under item no.1 of the Notice for approval by the members.

ITEM NO. 2

In order to enable the Company to raise debt, it is desirous of making private placement for an aggregate amount not exceeding Rs 500 Crores (including premium) of Secured, unsecured, Non-convertible Debentures in the dematerialised form, to be issued and allotted in one or more tranches.

Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 prescribed under Section 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 of the Act deals with private placement of securities by a company. Sub-rule (2) of the said Rule 14 states that in case of an offer or invitation to subscribe for Non-convertible Debentures on private placement, the company shall obtain previous approval of its members by means of special resolution only once in a year for all the offers or invitations for such debentures during the year. Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 deals with issue of secured debentures. For the purpose of capital expenditure, refinancing of the existing debt of the Company, working capital and for general business purposes in compliance with RBI regulations, the Board, which term shall include Corporate Affairs Committee constituted by the Board, may at an appropriate time, offer or invite subscription for secured, unsecured, redeemable, Non-convertible Debentures, in one or more series/tranches on private placement.

Accordingly, the consent of the members is being sought for passing the Special Resolution as set out under item no.2 of the Notice. This resolution is an enabling resolution and authorise the Board of Directors of the Company to offer or invite subscription for Non-Convertible Debentures, as may be required by the Company, from time to time for a year from the date of passing this resolution.

All such Non-Convertible Debentures to be issued by the Company, pursuant to such authority granted by the shareholders, shall be priced on the basis of the prevailing market conditions and as specifically approved by the Board at such time.

None of the Directors or Key Managerial Personnel or their relatives, except to the extent of their shareholdings, are interested in this resolution.

The Board recommends the Special Resolution set out under item no.2 of the Notice for approval by the members.

Place : Gurgaon
Date : 23.05.2016

By order of the Board of Directors
HSIL Limited

Payal M Puri
Company Secretary



HSIL LIMITED

Registered Office : 2, Red Cross Place, Kolkata - 700 001
Phone : 91-33-2248 7406 / 07
E-mail : hsilinvestors@hindware.co.in
Website : www.hindwarehomes.com
CIN : L51433WB1960PLC024539

POSTAL BALLOT FORM

1.	Name(s) & Registered Address of the sole/first named member
2.	Name(s) of the Joint-Holder(s), if any
3.	Registered Folio Number/ DP ID & Client ID No.* *(Applicable to investors holding Shares in dematerialized form)
4.	Number of Equity Share(s) held

I/We hereby exercise my/our vote in respect of the following Special Resolutions to be passed through Postal Ballot / remote e-voting, for the business stated in the Postal Ballot Notice dated 23rd May,2016 of the Company by conveying my /our assent or dissent to the said Resolutions by placing tick (✓) mark in the appropriate boxes below:

Resolution Number	Description of Resolution	No. of shares	I / We assent to the Resolutions (FOR)	I/We Dissent to the Resolutions (AGAINST)
1	Increase in the borrowing powers of the board of directors			
2	Issue of Non-Convertible Debentures on Private Placement basis			

Place :

Date :

Signature of the Member or the Authorised Representative (as per instructions overleaf)

ELECTRONIC VOTING PARTICULARS

E-Voting Sequence No. (EVSN)	USER ID (16 Digit Demat Account / Folio No.)	(Permanent Account Number (PAN)/ As per point no. 3 (g) of e-voting procedure of instructions)

Note :

1. Last date for receipt of Postal Ballot Forms by Scrutinizer is 4th July, 2016.
2. Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. GENERAL INFORMATION

- 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 can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast by e-voting shall prevail and votes cast through postal ballot form shall be considered invalid.
- c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives accompanied by a certified copy of the relevant board resolution with the specimen signature(s) of the authorized signatory(ies) duly attested.
- d) **The e-voting period commences on 5th June, 2016 (9.00 a.m. IST) and ends on 4th July, 2016 (5.00 p.m. IST). During this period, members of the Company, holding shares in physical form or in dematerialised form, as on the cut-off date 27th May, 2016, may cast their vote electronically.**
- e) The Board of Directors has appointed Mr. Pravin Kumar Drolia, Practising Company Secretary, Kolkata as the Scrutinizer for the voting process (voting through Postal Ballot as well as e-voting) in a fair and transparent manner.

2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

- a) Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer in the enclosed postage prepaid self-addressed envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.
- b) In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.
- c) The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.
- d) Completed Postal Ballot Forms should reach the Scrutinizer at the Registered Office of the Company at 2, Red Cross Place, Kolkata - 700 001 not later than the close of working hours i.e. at 5.00 p.m. on 4th July, 2016. Postal Ballot Forms received after this date will be considered invalid.
- e) Postal Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.
- f) A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Company's Registrar - Maheshwari Datamatics Pvt. Ltd. at 6, Mangoe Lane, Kolkata - 700 001 or to the e-mail id: mdpldc@yahoo.com. Duly completed and signed duplicate Postal Ballot Forms should, however, reach the Scrutinizer not later than the close of working hours i.e. 5.00 p.m. on 4th July, 2016.
- g) Members are requested not to send any paper (other than the resolution/authority as mentioned under "Process for Members opting for voting by Postal Ballot" point 1.c above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.

3. PROCESS FOR MEMBERS OPTING FOR E-VOTING

- (a) Shareholders should log on to the e-voting website www.evotingindia.com
- (b) Click on "Shareholders" tab.
- (c) Now, select the "HSIL Limited" from the drop down menu and click on "SUBMIT".
- (d) Now Enter your User ID.
 - (i) For CDSL: 16 digits beneficiary ID,
 - (ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - (iii) For Physical Form : Members should enter Folio Number registered with the Company.
- (e) Next enter the Image Verification as displayed and Click on Login.
- (f) 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.
- (g) 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) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field. The sequence number is provided on the Postal Ballot Form. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 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. <ul style="list-style-type: none"> • 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.

- (h) After entering these details appropriately, click on "SUBMIT" tab.
- (i) 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.
- (j) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (k) Click on the EVSN for the relevant "HSIL Limited" on which you choose to vote.
- (l) 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.
- (m) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (n) 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.
- (o) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (p) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (q) 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.
- (r) Note for Institutional Shareholders
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://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 they have to create a user who would be able to link the account(s) 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.
- (s) 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.
- (t) The voting rights of shareholders shall be in proportion to their share in the paid up equity share capital of the Company.