



## Manali Petrochemicals Limited

Registered Office: SPIC House, 88, Mount Road, Guindy, Chennai – 600 032  
CIN: L24294TN1986PLC013087, Telefax: 22351098  
Website: [www.manalipetro.com](http://www.manalipetro.com), E-mail: [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com)

### NOTICE OF POSTAL BALLOT (Pursuant to Section 110 of the Companies Act, 2013)

Dear Member(s)

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 (the Act), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) for obtaining the consent of the Members through postal ballot for the following Special Businesses:

#### Ordinary Resolutions:

1. Appointment of Ms. R Bhuvaneshwari, [DIN: 06360681], as a Director of the Company under Section 160 of the Act.
2. Approval under Section 188 of the Act for Mr. Ashwin C Muthiah, [DIN: 00255679], Chairman to receive enhanced fee for holding an office or place of profit in AMCHEM Speciality Chemicals Private Limited, Singapore, the Wholly Owned Subsidiary of the Company.

#### Special Resolutions:

3. Approval for payment of Remuneration to Non-Executive Directors for the year 2021-22.
4. Approval for increase in remuneration to Mr. M Karthikeyan, [DIN: 08747186], Wholetime Director (Operations) with effect from 1<sup>st</sup> April 2022.

The Resolutions to be passed for the above proposals, together with the Explanatory Statement pursuant to Section 102(1) of the Act setting out the material facts and reasons thereto, are appended.

By Order of the Board  
For Manali Petrochemicals Limited

Place : Chennai  
Date : 24<sup>th</sup> May 2022

R Kothandaraman  
Company Secretary

#### Important Notes:

1. In accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular 3/2022 dated 5<sup>th</sup> May 2022, this Notice is being sent only in electronic form to all the shareholders whose names appear on the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as at the close of business hours on Friday, the 27<sup>th</sup> May 2022 and who have registered their email id with the Company / Depositories.
2. The Notice has also been placed on the Company's website viz., [www.manalipetro.com](http://www.manalipetro.com) and CDSL for use by the Members.
3. The postal ballot facility through E-voting is being provided to the Members in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the relevant Circulars.
4. The Company has engaged the services of CDSL to provide E-voting facilities, enabling the Members to cast their votes electronically in a secure manner.

5. Detailed guidance for participating in the postal ballot through E-voting is appended to this Notice.
6. The E-voting will commence on Wednesday, the 1<sup>st</sup> June 2022 (9.00 AM) and end on Thursday, the 30<sup>th</sup> June 2022 (5.00 PM).
7. In terms of the resolution of the Board passed at its meeting held on 24<sup>th</sup> May 2022, M/s B Chandra & Associates, Practising Company Secretaries, Chennai, have been appointed as the Scrutinizers, for conducting the voting by postal ballot through electronic means in a fair and transparent manner.
8. After completion of the scrutiny of voting, the Scrutinizers will submit their report on the results to the Chairman of the Company or any person authorized by him. The results will be announced by the Chairman or any other director of the Company, on or before Saturday the 2<sup>nd</sup> July 2022 by placing it along with the Scrutinizer's Report on the Company's website [www.manalipetro.com](http://www.manalipetro.com), the website of the Agency and communicated to the Stock Exchanges as required under the relevant law.
9. The last date of voting, i.e., Thursday, the 30<sup>th</sup> June 2022 will be taken to be the date of passing of the said resolutions.
10. Members requiring any clarification may contact the Company Secretary and Compliance Officer at the registered office of the Company at the address given above or through e-mail viz., [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com)
11. Grievances, if any, connected with E-voting may be addressed to Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
12. Non-Individual Members shall make sure that the Power of Attorney or as the case may be certified copy of the Board Resolution to exercise the voting on behalf of the entity has been duly registered or provided to the Scrutinizers through e-mail to [bchandraassociates@gmail.com](mailto:bchandraassociates@gmail.com)

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## RESOLUTIONS

### 1. **Appointment of Ms. R Bhuvanewari, [DIN: 06360691], as a Director of the Company**

To consider and if thought fit, to give assent/dissent to the following as an Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions if any of the Companies Act, 2013 the Rules made thereunder and the Articles of Association of the Company, Ms. R Bhuvanewari, [DIN: 06360691], is appointed as a Director of the Company, liable to retire by rotation.

### 2. **Approval for Mr. Ashwin C Muthiah, [DIN: 00255679], Chairman to receive increased remuneration from AMCHEM Speciality Chemicals Private Limited, Singapore**

To consider and if thought fit, to give assent/dissent to the following as an Ordinary Resolution:

#### **RESOLVED THAT**

- a. Pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and subject to such other approvals as may be required, and in partial modification of the approval accorded through Postal Ballot on 7<sup>th</sup> May 2019, sanction is accorded to Mr. Ashwin C Muthiah, [DIN: 00255679], Chairman, to hold office or place of profit in AMCHEM Speciality Chemicals Private Limited, Singapore, the Wholly Owned Subsidiary of the Company on a remuneration not exceeding US \$ 250,000 (US Dollars two hundred and fifty thousand only) per annum from FY 2022-23, until otherwise resolved or five years, whichever is earlier on the terms and conditions stipulated under the rules of the said subsidiary.
- b. The Board of Directors of the Company (hereinafter called "the Board" which term shall be deemed to include any Committees, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons), is authorized to take such further actions as may be required for giving effect to the above proposal, which shall include the power to settle all or any matter, issue or question arising out of or in relation to or incidental to the aforesaid proposal and to do all other acts, deeds, matters and things as, the Board in its absolute discretion and as may be necessary, expedient or desirable in this regard.

### 3. Approval for payment of remuneration to the Non-Executive Directors

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

#### RESOLVED THAT

- a. Pursuant to Section 197 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder, Regulation 17 (6) and other applicable Regulations, if any of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Article 91 (c) of the Articles of Association of the Company and subject to such other approvals as may be required, sanction is accorded for payment of remuneration to the Non-Executive Directors of the Company for the year 2021-22 as detailed below, subject to tax:

SI. No.	Name of the Director	Amount in ₹
01	Mr. Ashwin C Muthiah	6,00,000
02	Mr. G Chellakrishna	6,00,000
03	Ms. Sashikala Srikanth	6,00,000
04	Mr. G D Sharma	6,00,000
05	Dr. N Sundaradevan, IAS (Retd)	6,00,000
06	Mr. C S Shankar	6,00,000
07	Mr. T K Arun	6,00,000
08	Ms. Vandana Garg, IAS (payable to TIDCO)	3,00,000
	<b>Total remuneration</b>	<b>45,00,000</b>

- b. The Board of Directors of the Company (hereinafter called "the Board" which term shall be deemed to include any Committees, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons), is authorized to take such further actions as may be required for giving effect to the above proposal, which shall include the power to settle all or any matter, issue or question arising out of or in relation to or incidental to the aforesaid proposal and to do all other acts, deeds, matters and things as, the Board in its absolute discretion and as may be necessary, expedient or desirable in this regard.

### 4. Approval for increase in remuneration to Mr. M Karthikeyan, [DIN: 08747186], Wholetime Director (Operations)

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

**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Rules made thereunder and subject to such other approvals as may be required, consent of the Members is accorded for increase in the remuneration to Mr. M Karthikeyan, Wholetime Director (Operations) as shown below:

- a. Total annual remuneration shall be ₹ 41.82 lakh including basic salary and all other allowances but excluding annual performance linked pay and contribution to Provident and other Funds, gratuity, leave with salary and encashment thereof, and other benefits which shall be in accordance with the applicable law/service rules of the Company.
- b. In the event of loss or inadequacy of profits, the aforesaid remuneration other than the annual performance linked pay shall be the minimum remuneration payable to Mr. Karthikeyan.
- c. The contribution to Provident Fund, gratuity payable and encashment of leave at the end of the tenure shall not be included in the computation of ceiling for the aforesaid minimum remuneration.
- d. The quantum of the annual performance linked pay shall be ₹ 15.13 lakh or such other sum as may be decided by the Board for each year, subject to the condition that the total remuneration including the annual performance linked pay to Mr. Karthikeyan for the year shall be within the limits prescribed under the Act.
- e. The aforesaid revised remuneration shall be applicable from 1<sup>st</sup> April 2022.
- f. All the other terms and conditions of appointment and remuneration shall remain the same.

## EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

### Item 1

In terms of the Promoters' Agreement, Tamilnadu Industrial Development Corporation Limited (TIDCO) is entitled to appoint one of its nominees on the Board of MPL. Consequent to resignation of Ms. Vandana Garg, IAS, [DIN: 09205529] on 02.05.2022, TIDCO has requested the Company to appoint Ms. R. Bhuvaneshwari as its nominee on the Board of the Company.

Accordingly, Ms. R. Bhuvaneshwari, [DIN: 06360681], was appointed as an Additional Director of the Company by the Board at the meeting held on 24<sup>th</sup> May 2022 and she holds office till the next Annual General Meeting. As per Regulation 17 (1C) of the SEBI (LODR) Regulations, as amended, approval of shareholders for appointment of a person on the Board of Directors is to be obtained at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Proposal has been received for her appointment as a Director of the Company under Section 160 of the Act which has been recommended by the Nomination and Remuneration Committee. Therefore, there is no requirement of any deposit for considering the same.

A brief profile of the appointee is given below:

Ms. R. Bhuvaneshwari, [DIN: 06360681], 47, is a Mechanical Engineer and has 20 years of experience in various fields covering Academic, Transport, Industrial Promotion, Project Management etc.

Presently, Ms. Bhuvaneshwari is the General Manager of TIDCO. She is handling project implementation work which involves preparation of conceptual reports, preliminary feasibility reports, identification of locations & sites for establishing projects and interacting with Consultants, JV partners, Financial Institutions, Statutory Authorities, Government Departments to carry forward the project activities.

In her 10 years of service in TIDCO, she has handled various projects including development of Aerospace Park and Aero Hub (Technology center) for Aerospace and Defense Industries, Special Economic Zone, Industrial Parks, Solar Parks and Solar Power Plant. Presently she is handling Industrial Corridor projects, Greenfield Airport and Fintech city projects and so has expertise in various aspects of project management.

Ms. Bhuvaneshwari is also a Director of Tamilnadu Petroproducts Limited (TPL) and Saptharishi Argo Industries Ltd. She is a Member of all the Committees of Directors of TPL and also of the Company. She does not hold any shares in MPL nor is related to any of the Directors. She has not resigned as director of any listed entity in the past three years. It has been confirmed that she is not disqualified to be appointed as a Director of the Company by MCA, SEBI or any other authority.

The Board recommends the resolution for consideration of the Members as an Ordinary Resolution. Except the appointee, none of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in the above proposal.

### Item 2

AMCHEM Speciality Chemicals Private Limited Singapore, (the WOS) is the Special Purpose Vehicle for the Company's Overseas Investments. At present it holds the investment in Notedome Limited UK through its UK subsidiary, AMCHEM Speciality Chemicals UK Limited. The Company has been exploring various other opportunities for further acquisitions through the WOS. Mr. Ashwin C Muthiah, Chairman of MPL is one of the Directors of the WOS and has been playing a pivotal role in guiding the WOS in this direction. So, approval was accorded by the Members through Postal Ballot on 7<sup>th</sup> May 2019 for Mr. Ashwin C Muthiah to hold an office/place of office in the WOS, for remuneration not exceeding US\$ 100,000 per annum from FY 2019-20.

Besides guiding the WOS for expansion of overseas operations, during the recent pandemic situation, Mr. Ashwin C Muthiah played a major role in MPL, and also the subsidiaries to address the challenges and provided guidance in resolving various issues that have helped MPL to post record sales and profits. Also, he takes active part in the various initiatives of the Company, including the proposal for strategic partnership with Econic, UK for alternate manufacturing technology to make polyols through CO<sub>2</sub>. Taking into consideration all the above and the allied facts and further that the remuneration was fixed three years ago, it has been viewed that the fee to Mr. Ashwin C Muthiah from the WOS could be enhanced to US\$ 250,000 with effect from FY 2022-23.

Pursuant to Section 188 of the Act, read with the Companies (Meetings and Powers of the Board) Rules, 2014, prior approval of the Members is to be obtained for the above proposal. Accordingly, the Ordinary Resolution as set out in the Notice is placed before the Members for approval to be effective from FY 2022-23.

The above proposal is expected to benefit the Company and also its subsidiaries in taking forward its international business plans further.

The Board recommends the resolution for consideration and approval of the Members as an Ordinary Resolution. None of the Directors and Key Managerial Personnel of the Company or their relatives except Mr. Ashwin C Muthiah and his relatives are concerned or in any way interested in the aforementioned proposal.

### **Item 3**

The Non-Executive Directors (NEDs) of the Company possess diverse knowledge and have rich experience in their respective areas of expertise. They provide critical and strategic advice on various matters and the Company is immensely benefitted from their guidance. At present they are only paid sitting fees for the Board meetings, which do not commensurate with their contributions to the Company. So, it has been proposed that they be paid remuneration over and above the sitting fees, as set out in the resolution. In terms of the Remuneration Policy of the Company the aforesaid remuneration has been recommended by the Nomination & Remuneration Committee and approved by the Board at their respective meetings held on 24<sup>th</sup> May 2022.

As per Article 91 (c) of the Articles of Association of the Company, subject to the provisions of the Act, the Company in General Meeting may by special resolution sanction and pay to the Directors, other than executive directors, in addition to the sitting fees for attending the meetings of the Board or Committees thereof, a remuneration not exceeding such percentage of the net profits of the company calculated in accordance with the provisions of the Act. The said amount of remuneration shall be paid to all or any such Director(s) of the Company who held office as Non-Executive Director at any time during the financial year in respect of which such remuneration is paid in such proportion or manner as prescribed under the Act or as determined by the Board.

Section 197 of the Companies Act, 2013 provides that the NEDs may be paid remuneration upto 1% of the net profits of the Company in the form of fee, remuneration or commission. In this connection, it may be noted that the proposed amount of ₹ 45 lakh is well within the limit fixed under the Act.

Under Regulation 17 of the SEBI (LODR) Regulations, 2015, any fee or other payments to NEDs are to be determined by the Board and requires approval of Members. Accordingly, approval of the Members is sought for the proposal by way of a Special Resolution.

The Board recommends the resolution for the consideration of the Members. Except the Non-Executive Directors and their relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives are deemed to be concerned or interested financially or otherwise in the above proposal.

### **Item 4**

Based on the recommendation of the Nomination and Remuneration Committee, the Board at the meeting held on 24<sup>th</sup> May 2022 approved increased remuneration to Mr. M Karthikeyan, (DIN 08747186), Whole-time Director (Operations) as detailed in the resolution. The revised remuneration is considered reasonable taking into account various factors including but not limited to the performance of the Company, the individual, remuneration to similarly placed executives in the industry and the like. Statement pursuant to Clause (iv) of second proviso to Paragraph B of Section II of Part II of Schedule V to the Act is enclosed to the extent applicable.

The Board recommends the resolution for consideration and approval of the Members as a Special Resolution. None of the Directors and Key Managerial Personnel of the Company or their relatives other than Mr. M Karthikeyan and his relatives are concerned or in any way interested in the aforementioned proposal.

**STATEMENT PURSUANT TO CLAUSE (iv) OF SECOND PROVISO TO PARAGRAPH B OF SECTION II OF PART II OF SCHEDULE V TO THE ACT**

**I. GENERAL INFORMATION**

(1)	Nature of Industry	Petrochemicals – Manufacture of Propylene Oxide, Propylene Glycol and Polyols, intermediates with applications across a spectrum of industries including Pharmaceuticals, Polyurethane, Resin, Fragrances, Food, Refrigeration, Oil Drilling, etc.				
(2)	Year of Commencement of Commercial Production	1990				
(3)	Financial performance and Export data  *subject to approval of Members at the AGM	<b>Year</b>	<b>₹ in crore</b>			<b>Dividend</b>
			<b>Net Sales</b>	<b>PAT</b>	<b>Exports</b>	<b>%</b>
		2021-22	1,439.64	376.69	65.90	*50
		2020-21	920.59	192.60	19.46	30
	2019-20	674.19	38.64	5.85	15	
(4)	Foreign investments or collaborations if any	The Company has invested ₹ 110 crore in its Wholly Owned Subsidiary AMCHEM Speciality Chemicals Pvt. Limited, Singapore.				

**II. INFORMATION ABOUT THE DIRECTOR**

**Mr. M. Karthikeyan**

(1)	Name	<b>Mr. M Karthikeyan [DIN 08747186]</b>
(2)	Background details	Furnished under Item 4 of the Explanatory statement
(3)	Past remuneration	₹ 38.01 lakh, excluding annual performance linked pay of ₹ 13.75 lakh or such sum as determined by the Board every year and contribution to Provident and other funds, leave, gratuity and other benefits as per the applicable law/service rules of the Company.
(4)	Job profile and his suitability	As the Whole-time Director (Operations) Mr. Karthikeyan is responsible for the Plant operations, projects, and other matters as may be delegated by the Managing Director from time to time. Taking into account his previous experience, educational background, knowledge about the industry, past performance in MPL and the nature and size of operations of the Company, he is a fit and proper person to be the Whole-time Director (Operations) of the Company.
(5)	Remuneration proposed	As given in the Resolution
(6)	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	NIL

**III. DISCLOSURES**

(1)	Information on remuneration package	Details furnished in the relevant resolution.
(2)	Other disclosures	The elements of remuneration are basic salary, allowances, annual performance linked pay, annual benefits, contributions, etc. Terms of service are as per the service rules of the Company governed by the applicable laws. No stock option is applicable.

## GUIDANCE TO SHAREHOLDERS FOR POSTAL BALLOT THROUGH E-VOTING

- (1) The voting period begins at 9:00 AM on 01-06-2022 and ends on 30-06-2022 at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 27-05-2022 may cast their votes electronically. The E-voting module shall be disabled by CDSL after 5:00 PM on 30-06-2022.
- (2) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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 the E-voting facility.
- (3) Pursuant to above said SEBI Circular, login process for E-voting for **individual shareholders holding securities in Demat mode** are given below:

### A. Shareholders holding securities with CDSL

- i. If you have opted for CDSL Easi / Easiest facility, you can login using your existing user id and password. The URL to login to Easi / Easiest is <https://web.cdslindia.com/myeasi/home/login>. Alternatively, you can visit [www.cdslindia.com](http://www.cdslindia.com) and click on Login icon and select New System Myeasi.
- ii. After successful login, you will be able to see the E-voting option for companies in respect of which the E-voting is in progress, as per the information provided by the respective company. On clicking the E-voting option, you will be able to see E-voting page of the E-voting service provider for casting your vote during the remote E-voting period.
- iii. Links are also provided to access the system of all the E-voting Service Providers viz., CDSL/ NSDL/ KARVY/LINKINTIME, so that you can visit the E-voting service providers' website directly.
- iv. If you are not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
- v. Alternatively, you may directly access E-voting page by providing Demat Account Number and PAN No. from the E-voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page or click on the link: <https://evoting.cdslindia.com/Evoting/EvotingLogin>.
- vi. The system will authenticate your credentials by sending OTP to the registered Mobile & Email as recorded in the Demat Account.
- vii. After successful authentication, you will be able to see the E-voting option where the E-voting is in progress and also able to directly access the system of all E-voting Service Providers.

### B. Shareholders holding securities with NSDL

- i. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see E-voting services. Click on "Access to E-voting" under E-voting services and you will be able to see E-voting page. Click on company name or E-voting service provider name and you will be re-directed to E-voting service provider's website for casting your vote during the remote E-voting period. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> by selecting "Register Online for IDeAS" Portal or clicking the link: <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- ii. Visit the E-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of E-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held 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-voting service provider name and you will be redirected to E-voting service provider's website for casting your vote during the remote E-voting period.

**C. Login through 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. After successful login, you will be able to see E-voting option. Once you 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 name and you will be redirected to E-voting service provider's website for casting your vote during the remote E-voting period.

**D.** If you are unable to retrieve User ID/ Password please use Forget User ID and Forget Password options available at above mentioned websites and follow the instructions for resetting the information.

**E. Help Desk in case of log-in issues of individual demat holders:**

- Members holding demat account with CDSL and facing any technical issue in login can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact 022- 23058738/23058542-43.
- Members holding demat account with NSDL and facing any technical issue in login can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free no.: 1800 1020 990 and 1800 224 430

(4) Login method for E-voting for **Members holding shares in Physical mode and members other than individuals holding shares in Demat mode** is as below:

- i. Log on to the CDSL's E-voting website [www.evotingindia.com](http://www.evotingindia.com).
- ii. Click on "Shareholders" module.
- iii. 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. Shareholders holding shares in physical mode should enter Folio Number allotted by the Company.
- iv. Next enter the Image Verification as displayed and click on Login.
- v. If you are holding shares in demat mode and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier E-voting of any company, then your existing password is to be used.
- vi. If you are a first-time user follow the steps given below:

<b>FOR INDIVIDUALS HOLDING SHARES IN PHYSICAL MODE &amp; OTHERS HOLDING IN DEMAT MODE</b>	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat as well as physical)  * Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is available in the e-mail forwarding the Notice of Postal Ballot.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.  • If both the details are not recorded with the depository or company please enter the member id / folio number as mentioned in instruction (iii) above.



- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Shareholders holding shares in physical form will then directly reach the Company selection screen and shareholders holding shares in demat form will 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.
- ix. For shareholders holding shares in physical form, the details can be used only for E-voting on the resolutions contained in this Notice.
- x. Click on the EVSN for Manali Petrochemicals Limited
- xi. 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.
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvi. If you are a demat account holder and forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. You may also cast your vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from the respective Store. Please follow the instructions as prompted by the mobile app to do Remote Voting on your mobile.
- xviii. **THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA <https://Investors.cameoindia.com> AND FOLLOW THE INSTRUCTIONS THEREIN.** In case of any difficulty please contact the RTA. Upon registration of the E-mail ID as above, the RTA will provide the login credentials for the E-voting along with the Notice of the Postal Ballot.

#### **FOR THE ATTENTION OF NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS**

- Non-Individual shareholders (i.e., other than individuals and HUF.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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 linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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 Scrutinizers to verify the same.
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