

KAMA Holdings Limited - Postal Ballot – May 12, 2020

- Remote E-voting Instructions; &
- Procedure of e-mail registration for non-registered Member of the Company

Remote E-Voting (Postal Ballot) :

Members are hereby informed that pursuant to provisions of Section 110 and other applicable provisions of the Companies Act, 2013 (“the act”) read with Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended, KAMA Holdings Limited (“the Company”) is seeking approval from its Members for passing of a Ordinary Resolution as set out in the Postal Ballot Notice dated May 12, 2020 (“Postal Ballot Notice”) by way of electronic voting.

In terms of the relevant provisions of the Act read with the Rules and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“MCA”) for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos.14/2020 dated April 08,2020 and 17/2020 dated April 13, 2020 (“MCA Circulars”), the Postal Ballot Notice along with the instructions regarding e-voting has been sent only by email on Tuesday, May 19, 2020 to all those Members, whose email address is registered with the Company or with the Depositories/Depository Participants or Registrar & Transfer Agent (“RTA”) Kfintech Technologies Private Limited (“KFin”) and whose names appear in the Register of Members/list of Beneficial Owners as on Friday, May 15, 2020 (“Cut-off Date”). Members are required to communicate their assent or dissent through the remote e-voting system only.

The Postal Ballot Notice is available on the website of the company at www.kamaholdings.com and on the e-voting website of KFin at <https://evoting.karvy.com>. As per the MCA Circulars and in view of non-availability of postal and courier services, physical copy of Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope have not been sent to the Members for this Postal Ballot .

The remote e-voting process shall be as under:

(A) In case of Members receiving e-mail from KFin:

- (i) Launch internet browser by typing the following URL: <https://evoting.karvy.com>
- (ii) Enter the login credentials, given as under:

First time users	User ID and Password as given in email
Existing users	
user ID:	For Members holding shares in Demat form:
	a. For NSDL: 8 character DP ID followed by 8 digit Client ID
	b. For CDSL: 16 digit Beneficiary ID/Client ID
	For Members holding shares in Physical form:
	Event No. (i.e. 5285) followed by Folio No. registered with the Company
Password:	Your existing password

- (iii) After entering the details appropriately, click on “LOGIN”.
- (iv) Password change menu appears wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- (v) Login again with the new credentials.
- (vi) On successful login, the system will prompt you to select the “EVENT” i.e. “KAMA Holdings Limited”.

- (vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cutoff Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned above. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- (viii) Members holding multiple folios/demat accounts may choose to vote differently for each folio/demat accounts.
- (ix) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- (x) A confirmation box will be displayed. Click “OK” to confirm or “CANCEL” to modify. Once you confirm your voting on the resolution, you will not be allowed to modify your vote thereafter. During the voting period, Members can login any number of times and vote till they have confirmed their voting on the resolution.

Corporate/Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF Format) of the Certified True Copy of the Board Resolution, together with attested specimen signature(s) for authorising the representatives to vote on their behalf, to the Scrutinizer through e-mail to saggarwal.in@gmail.com with a copy marked to evoting@kfintech.com. Alternatively, the aforesaid documents can directly be uploaded on the portal of KFin, while casting the vote.

(B) In case of shareholders have not registered their email address:

Members who have not registered their email address and in consequence could not receive the Postal Ballot Notice may temporarily get their email address registered with the Company's RTA, KFin, by accessing the link <https://karisma.kfintech.com/emailreg> and following the registration process given below.

Electronic folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select the company name i.e. KAMA Holdings Limited
- (c) Shareholder to enter DPID-CLID / Folio No. and PAN No.
- (d) Shareholder to enter the email id and Mobile No.
- (e) System check the authenticity of the client id and PAN and send the different OTPs to Mobile and Email to Validate.
- (f) Shareholder to enter the OTPs received by SMS and Email to complete the validation process. (OTPs will be valid for 5 min. Only).
- (g) System confirms the email id for the limited purpose of serviced postal ballot notice.
- (h) System will send the notice & procedure for e-voting to the email given by shareholder

Physical folios:

- (a) Visit the link <https://karisma.kfintech.com/emailreg>
- (b) Select company name i.e. KAMA Holdings Limited
- (c) Shareholder to enter physical Folio No and PAN No.
- (d) If PAN No is not available in the records, shareholder to enter one of the Certificate No.
- (e) Shareholder to enter the email id and Mobile No.
- (f) System check the authenticity of the Folio No. and PAN/Certificate No and send the different OTPs to Mobile and Email to Validate.
- (g) Shareholder to enter the OTPs received by SMS and Email to complete the validation process. (OTPs will be valid for 5 min. Only).
- (h) If PAN is not available, system will prompt to upload the duly signed scan copy of the PAN.
- (i) System confirm the registration of email id.
- (j) System will send the notice & procedure for e-voting to the “email “given by shareholder.

Post successful registration of the email address, the Members are requested to permanently register their email address, in respect of electronic holdings with the Depository through the concerned Depository Participant and in respect of physical holdings with the Company's RTA, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, NanakRamguda, Hyderabad 500 032, India by following due procedure.

Mr. Sanjay Aggarwal, Proprietor of M/s S.Aggarwal & Associates, Practicing Company Secretaries (FCS : 6158 / CP No. 8989) has been appointed as "Scrutinizer" for conducting the Postal Ballot process in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act read with the rules made there under, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended, ("the Listing Regulations") and in accordance with the MCA Circulars, the Company has engaged KFin as the agency for facilitating remote e-voting to enable the Members to cast their votes electronically ("remote e-voting"). Voting rights of the members shall be reckoned as on the Cut-off Date. Person who is not a Member as on the Cut-off Date should treat this notice for information purposes only.

The period of evoting shall commence on Wednesday May 20, 2020 at 9.00 A.M. (IST) and end on Thursday, June 18, 2020 at 5.00 P.M. (IST). The e-voting module shall be disabled by KFin for voting after the abovementioned time. No voting shall be allowed thereafter once the vote is confirmed by the Member, he/she shall not be allowed to change it subsequently.

The result of the Postal Ballot shall be announced not later than Friday, June 19, 2020 at the Corporate Office of the Company. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-voting, i.e. Thursday, June 18, 2020.

The result of the Postal Ballot along with the Scrutinizer's Report will be placed on the Company's website, i.e. www.kamaholdings.com and on the e-voting website of KFin i.e. <https://evoting.karvy.com>. The same shall simultaneously be communicated to the BSE LIMITED, on which the shares of the Company are listed and displayed at the registered office and Corporate office of the company once the lockdown is lifted.

In case of any query/concern/grievance, Members may refer the (i)remote e-voting user manual or (ii) Help & Frequently asked questions (FAQs), available at the downloads section of <https://evoting.karvy.com> or may contact Mr B.V.Kishore, Deputy Manager - Corporate Registry, KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, India, at email: einward.ris@kfintech.com ;1800-3454-001 (toll free) or may write to the Company Secretary at investors@kamaholdings.com