

February 16, 2018

TAKE/BSE/2017-18

The Manager
Dept. of Corporate Services-Listing
Bombay Stock Exchange Limited,
P. J. Towers, Dalal Street,
Mumbai - 400001

TAKE/NSE/2017-18

The Manager-Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400051

Dear Sir / Madam,

Sub: Notice of Postal Ballot.

Scrip: NSE-TAKE & BSE: 532890

Further to our intimation dated February 8, 2018, we wish to inform that pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice dated February 8, 2018 along with Explanatory Statement and Postal Ballot Form, has been dispatched to all the members whose names appear in the Register of Members / Beneficial owners as on February 9, 2018, to seek approval of members by way of Special Resolution for the proposed allotment of equity shares to Company's Promoters/Promoter Group on a preferential basis.

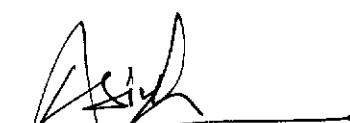
Mr. M. Alagar, Company Secretary in Practice, M. Alagar & Associates, Chennai, has been appointed as Scrutinizer by the Company for conducting the Postal Ballot and e-voting process.

We attach herewith, the Postal Ballot Notice along with Explanatory Statement and the Postal Ballot form. The same are also available on the Company's website viz. www.takesolutions.com.

You are requested to take the above information on your record.

Thanking you.

Yours sincerely,
For TAKE Solutions Limited



Avaneesh Singh
Company Secretary
Encl:A/a





TAKE SOLUTIONS LIMITED

CIN: L63090TN2000PLC046338

Regd. Office: No: 27, Tank Bund Road, Nungambakkam, Chennai-600 034, Tamil Nadu

Email: secretarial@takesolutions.com, Website: www.takesolutions.com

Phone: 044-66110700, Fax: 044-6611 0800

NOTICE OF POSTAL BALLOT

**(Pursuant to Section 110 of the Companies Act, 2013 read with
Companies (Management and Administration) Rules, 2014)**

Dear Member(s),

Notice is hereby given, pursuant to Section 110 of the Companies Act, 2013 ("Act") read with Companies (Management and Administration) Rules, 2014 as amended from time to time ("Rules") and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, including any statutory modification or re-enactment thereof for the time being in force, for seeking the consent of the Members of TAKE Solutions Limited ("Company") to pass Special Resolution by way of Postal Ballot, which includes voting by electronic means, for allotment of equity shares on a preferential basis to the Company's Promoters and group entities.

The Members' consideration and approval is being sought for the Resolutions set out below. A statement pursuant to Section 102 of the Act, pertaining to the said Resolutions, setting out the material facts and the reasons thereof is annexed to this Postal Ballot Notice for your consideration.

The Company has appointed Mr. M. Alagar, Company Secretary in Practice, M. Alagar & Associates, Chennai, (Membership No. F7488 and COP No.8196) as Scrutinizer for conducting the Postal Ballot process (including remote e-voting) in a fair and transparent manner in accordance with the provisions of Rule 22 of the Rules.

This Notice is being sent to the Members whose names appear in the Company's Register of Members as at the close of business hours on Friday, February 9, 2018. The Notice is being sent in electronic form to those Members who have registered their e-mail addresses with the Depositories/Company, and physical copies of the Notice are being sent to Members whose e-mail addresses are not registered, by permitted mode.

Members are requested to carefully read the instructions printed in the attached Postal Ballot form.

Members who have received the Postal Ballot form in physical copy, should return the duly completed and signed Postal Ballot form in the enclosed self-addressed postage prepaid envelope directly to the Scrutinizer so as to reach the Scrutinizer not later than 5.00 p.m.(IST) on March 18, 2018. Any Postal Ballot form received after this date and time shall be treated as if the reply from the shareholder(s) has not been received.

In compliance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act, read with Rule 20 and 22 of the Rules, the Company is also providing e-voting facility to the Members and has engaged Central Depository Services (India) Limited ("CDSL") for the same. Members are requested to read carefully and follow the e-voting instructions attached to this Postal Ballot Notice. The e-voting facility will be available at the link: www.evotingindia.com starting from 9.00 a.m.(IST) on Saturday, February 17, 2018 until 5.00 p.m. (IST) on Sunday, March 18, 2018. Responses received by the Scrutinizer after the above mentioned deadline will be strictly treated as if no response has been received from the Member(s), in terms of the Rules.

The Scrutinizer will submit the report to the Chairman of the Company, upon completion of scrutiny of Postal Ballots in a fair and transparent manner. The result of the Postal Ballot will be announced on Monday, March 19, 2018 at the Registered Office of the Company at No.27,Tank Bund Road, Nungambakkam, Chennai 600034, at 5.00 p.m. The result of the postal ballot will be posted on the Company's website viz. www.takesolutions.com and on CDSL's website viz.www.evotingindia.com besides communicating to the Stock Exchanges where the shares of the Company are listed.

Following Resolution is requested to be passed by the Members through Postal Ballot:

Allotment of Equity Shares to Promoters/Promoter Group, on preferential basis:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

✓



"RESOLVED THAT pursuant to the provisions of Sections 62, 42 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (the "Act") and in accordance with the provisions of the Memorandum and Articles of Association of the Company, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), and any other rules/regulations/guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI") including Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended ("SEBI (ICDR) Regulations"), the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 as amended, the guidelines, notifications and clarifications issued by the Reserve Bank of India, and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to SEBI and all such other approvals, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (the "Board") to create, issue, offer and allot, in one or more tranches, upto 1,70,00,000 (One Crore Seventy Lakhs) fully paid equity shares of Rs.1 (One) each ("Equity Shares") of the Company for cash to Promoters/Promoter Group as detailed in the annexed Explanatory Statement, in such manner and on such terms and conditions as may be determined by the Board, at such price not less than the price determined in accordance with Chapter VII of SEBI (ICDR) Regulations on preferential allotment basis ("Preferential Issue and Allotment").

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of Memorandum and Articles of Association of the Company and shall rank *pari-passu* with the existing equity shares of the Company in all respects, and be listed on the Stock Exchanges where the Company's shares are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, modify, alter any of the terms and conditions of the Preferential Issue and Allotment, as it may deem expedient.

RESOLVED FURTHER THAT the Relevant Date for the purpose of determining the minimum price of the Equity Shares under SEBI (ICDR) Regulations is Friday, February 16, 2018.

RESOLVED FURTHER THAT for the purpose of giving effect to the Preferential Issue and Allotment, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable or expedient for the purpose of the issue or allotment of the Equity Shares and listing thereof with the Stock Exchanges and to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, utilization of issue proceeds, sign and execute all such documents and undertakings as the Board may, in its absolute discretion, deem fit, necessary, expedient or desirable, subject to applicable laws and utilization of the issue proceeds, and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the shareholders."

**By Order of the Board
For TAKE Solutions Limited**

Place: Chennai
Date : February 8, 2018

**Avaneesh Singh
Company Secretary
Membership No. FCS: 7338**

Regd. Office:
No: 27, Tank Bund Road,
Nungambakkam, Chennai-600 034,
Tamil Nadu, India.

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts in respect of the Special Resolution is annexed hereto.
2. All documents referred to in this Postal Ballot Notice and Explanatory Statement setting out material facts are open for inspection by the Members at the Registered Office of the Company between 10.00 a.m. and 12.00 noon on all working days of the Company from the Relevant Date (i.e., February 16, 2018) up to the last date of voting under Postal Ballot (i.e., March 18, 2018).
3. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Member(s) as of close of business hours on Friday, February 9, 2018. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
4. The Postal Ballot Notice shall also be hosted on Company's website: www.takesolutions.com



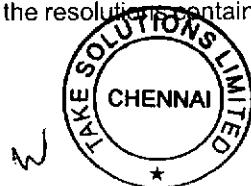
5. Pursuant to the provisions of Sections 108, 110 and all other applicable provisions of the Act read with the Rules, 2014, and Regulation 44 of Listing Regulations the Company is pleased to provide e-voting facility to all its members, to enable them to cast their votes electronically and has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide e-voting facility. Instructions for the process to be followed for e-voting are annexed to this Postal Ballot Notice.
6. The e-voting period commences on Saturday, February 17, 2018 at 9:00 a.m. (IST) and ends at 5:00 p.m. (IST) on Sunday, March 18, 2018. During this period, Members of the Company, holding shares either in physical or dematerialised form, may cast their vote electronically. The e-voting module shall be disabled by CDSL thereafter. Member cannot vote both by post and e-voting and if he votes both by post and e-voting, his vote by post shall be treated as invalid.
7. The resolutions, if approved, shall be deemed to have been passed on the last date of voting, that is, Sunday, March 18, 2018.
8. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
9. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agents, viz., Link Intime India Pvt. Ltd. to enable the Company to communicate to the shareholders, the information about various developments in the Company via e-mail / SMS.

The instructions for shareholders voting electronically are as under:

- (A) The voting period begins on Saturday, February 17, 2018 at 9.00 a.m. (IST) and ends on Sunday, March 18, 2018 at 5.00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (B) The shareholders should log on to the e-voting website www.evotingindia.com.
- (C) Click on "Shareholders".
- (D) 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. Members holding shares in Physical Form 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	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (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.

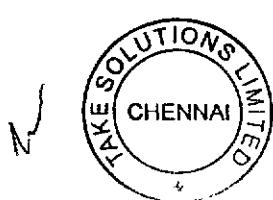


- (K) Click on the EVSN for TAKE Solutions Limited.
- (L) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent 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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (Q) If a demat account holder has forgotten the changed 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) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (S) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to 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 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 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.

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.

For any grievances relating to voting (including voting by electronic means) by postal ballot, please contact the Company Secretary of the Company via email at secretarial@takesolutions.com or by post addressed to the Company's Registered Office address at No.27, Tank Bund Road, Nungambakkam, Chennai 600034.



EXPLANATORY STATEMENT

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 to the accompanying Notice dated February 8, 2018

Allotment of Equity Shares to Promoters and group entities on preferential basis

The Company is desirous of raising additional capital to meet the fund requirements to support its growth plans, including strategic acquisitions, and for that purpose, proposes to issue up to 1,70,00,000 (One Crore Seventy Lakhs) Equity Shares of Rs. 1 (One) each to its Promoters and group entities, on a preferential allotment basis.

The Company has received a letter from the Promoter group entities as identified below, indicating their interest in subscribing to the Shares.

The Equity Shares to be allotted shall rank *pari-passu* in all respects with, and carry the same rights as the existing equity shares of the Company and shall be listed on the Stock Exchanges where the Company's shares are listed. The Equity Shares allotted on preferential basis shall be subject to lock-in as per SEBI (ICDR) Regulations.

The Preferential Allotment is subject to the approval of the Members and other statutory approvals, if any. The proposed issue is in terms of the provisions of the Companies Act, 2013 ("Act"), SEBI (ICDR) Regulations, 2009 ("SEBI (ICDR) Regulations"), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and other applicable provisions.

Details of the Preferential Allotment and other particulars in terms of Regulation 73 of SEBI (ICDR) Regulations in relation to the aforementioned Special Resolution are given as under:

Details of the Preferential Allotment and other particulars in terms of Regulation 73 of SEBI (ICDR) Regulations in relation to the aforementioned Special Resolution are given as under:

Objects of the Issue:

The Company proposes to raise funds to support its growth plans, including strategic acquisitions.

Instrument and Numbers:

The Company is proposing to issue up to 1,70,00,000 (One Crore Seventy Lakhs) Equity Shares having face value of INR 1 (One) each.

Issue Price and Relevant Date:

The price at which Equity Shares will be allotted under the Preferential Allotment shall be in accordance with Chapter VII of the SEBI (ICDR) Regulations.

As per Chapter VII of the said SEBI (ICDR) Regulations, issue of Equity Shares, on a preferential basis, can be made at a price not less than the higher of the following:

- (a) The average of the weekly high and low of the volume weighted average price of the Equity Shares quoted on the recognized Stock Exchange during the twenty-six weeks preceding the Relevant Date; or
- (b) The average of the weekly high and low of the volume weighted average price of the Equity Shares quoted on a Stock Exchange during the two weeks preceding the Relevant Date.

Intention of promoters / directors / key management persons to subscribe:

The Preferential Allotment is being made to the Company's Promoter group entities.

The change in control, if any, in the company that would occur consequent to the preferential offer

The proposed Preferential Allotment will not result in any change in control in the Company.

The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price;

No other preferential allotment of shares was made during the year.

The Identity of the proposed allottees and the percentage of post preferential issue capital that may be held by them:



Name of the Proposed Allottee	Category	Pre-issue holding		Shares proposed to be allotted upto	Post-issue holding	
		No. of shares	% of holding		No. of shares	% of holding
TAKE Solutions Pte. Ltd., Singapore	Promoter and Promoter Group	70856250	53.18	15500000	86356250	57.48
Asia Global Trading (Chennai) Private Limited	Promoter and Promoter Group	6096514	4.58	600000	6696514	4.46
Esyspro Infotech Limited	Promoter and Promoter Group	6096515	4.58	600000	6696515	4.46
DRP Consultants Pvt. Ltd.	Promoter and Promoter Group	100000	0.08	100000	200000	0.13
Aakanksha Management Consultancy and Holdings Pvt. Ltd.	Promoter and Promoter Group	522921	0.39	100000	622921	0.41
Envestor Ventures Ltd.	Promoter and Promoter Group	447194	0.34	100000	547194	0.36

Shareholding Pattern before and after the Proposed Issue:

	Pre-issue holding		Post-issue holding	
Category	No. of shares	% of Shareholding	No. of shares	% of Shareholding
Promoter group	84119394	63.14	101119394	67.31
Banks/Financial Institutions	93615	0.07	93615	0.06
Mutual Funds and UTI	2223859	1.67	2223859	1.48
Foreign Institutional Investors	4695081	3.52	4695081	3.13
Bodies Corporate	9590692	7.20	9590692	6.38
Directors and their relatives	25370	0.02	25370	0.02
Foreign Nationals	2045	-	2045	-
Foreign Bodies Corporate	-	-	-	-
Non Resident Indians	1303893	0.98	1303893	0.87
Trusts	2594003	1.95	2594003	1.73
Clearing Members	1663403	1.25	1663403	1.11
Foreign Portfolio Investors	14675385	11.01	14675385	9.77
Public (Individuals/HUF)	12167425	9.13	12167425	8.10
Office Bearers	82635	0.06	82635	0.06
Total	133236800	100	150236800	100

Proposed time within which allotment will be completed:

The Equity Shares shall be allotted within a period of 15 days from the date of passing of the Resolution by the Shareholders provided where the allotment is pending on account of any approval from any Regulatory Authority / Body the allotment shall be completed by the Company within a period of 15 days from the date of such approval.



Lock-in:

The Equity Shares proposed to be offered and allotted in the Preferential Allotment shall be locked-in in accordance with Regulation 78 of Chapter VII of SEBI (ICDR) Regulations.

The entire pre-preferential allotment shareholding of the proposed allottees shall be locked-in from the Relevant Date upto 6 months from the date of trading approval as per the Regulations 78(6) of the SEBI (ICDR) Regulations.

Auditor's Certificate:

Since the price at which the Equity Shares would be issued to Promoters/Promoters Group of the Company cannot be exactly determined before issue of this notice to the shareholders since it depends on the average of the market prices prevailing in the preceding two weeks or twenty six weeks of the relevant date as per the SEBI (ICDR) Regulations, the Statutory Auditors' certificate as required under Regulation 73(2) SEBI (ICDR) Regulations will be available for inspection at the Registered Office of the Company between 11:00 a.m. (IST) and 1:00 p.m. (IST) on any working day except Saturday and public holidays from the Relevant Date (i.e. February 16, 2018) upto the last date for voting under postal ballot (i.e. March 18, 2018) and shall also be available at the date of declaration of the result of Postal Ballot.

Undertakings:

In terms of SEBI (ICDR) Regulations, the issuer hereby undertakes that:

- a) It shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so.
- b) If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.

The Board of Directors recommends the resolution as set out above for approval of the shareholders as a Special Resolution. The Board at its meeting held on Thursday, February 8, 2018 has approved the issue and allotment of Equity Shares on Preferential Basis in the manner stated above subject to approval of shareholders by way of Special Resolution.

The Promoters/Promoters Group are interested in the proposed resolution to the extent to their shareholding in the Company.

None of the Directors or any Key Managerial Personnel or any relative of any of the Directors/Key Managerial Personnel of the Company is, in anyway, concerned or interested in the above resolution except Mr. H. R. Srinivasan, Mr. D. V. Ravi, and Mr. Ram Yeleswarapu, being the common directors, and forming part of Promoters Group.

**By Order of the Board
For TAKE Solutions Limited**

**Place: Chennai
Date : February 8, 2018**

**Avaneesh Singh
Company Secretary
Membership No. FCS: 7338**

**Regd. Office:
No: 27, Tank Bund Road,
Nungambakkam, Chennai- 600 034,
Tamil Nadu, India.**





TAKE SOLUTIONS LIMITED

CIN: L63090TN2000PLC046338

Regd. Office: No: 27, Tank Bund Road, Nungambakkam, Chennai- 600 034, Tamil Nadu

Email: secretarial@takesolutions.com, Website: www.takesolutions.com

Phone: 044-66110700, Fax: 044-6611 0800

Postal Ballot Form

Sr.No :

1.	Name and the Registered Address of the Sole/ First Named Member	
2.	Name(s) of the Joint Holder(s), if any	
3.	Registered folio No./DP ID No./Client ID No.* (*Applicable to shareholders holding Shares in dematerialized form)	
4.	Number of Equity Share(s) held	

I / we hereby exercise my / our vote in respect of the Special Resolution to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent or dissent to the said resolution by placing tick (v) mark in the appropriate box below:

Description	No. of Equity Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
Special Resolution under Sections 62, 42 and other applicable provisions of the Companies Act, 2013, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 & SEBI (Substantial acquisition of shares and Takeover) Regulations, 2011 for the allotment of up to 1,70,00,000 equity shares to the Promoters/Promoter group of the Company on Preferential basis			

Place:

Date:

Signature(s) of Shareholder(s)

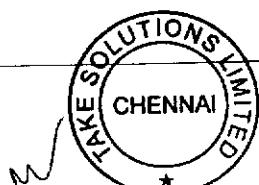
ELECTRONIC VOTING PARTICULARS
(Applicable for Individual Members only)

EVSN (Electronic Voting Sequence Number) 180213001	* Default Number
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* Only Members who have not updated their PAN with the Company / Depository Participant shall use default number in the PAN field.

Last date for receipt of Postal Ballot Form: March 18, 2018

NOTE: PLEASE READ THE INSTRUCTIONS PRINTED OVERLEAF



INSTRUCTIONS

1. This Postal Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting, i. e. either through e-voting or by Postal Ballot Form. If a Member casts vote by both modes, then voting done through e-voting shall prevail and Postal Ballot Form shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes and instructions appended to the Notice.

Process and manner for Members opting to vote by using the Postal Ballot Form:

1. Member(s) desirous to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. M. Alagar, Company Secretary in Practice, M. Alagar & Associates, Chennai, in the enclosed self-addressed postage prepaid envelope. Postage will be borne by the Company. Envelope containing Postal Ballot Form, if deposited in person or sent by courier at the expense of the Member(s) will also be accepted.
2. Member(s) opting to vote through physical mode should convey the assent / dissent in this Postal Ballot Form only. The assent or dissent received in any other form shall not be considered valid.
3. The self-addressed envelope bears the name and postal address of the Scrutinizer appointed by the Board of Directors of the Company.
4. The Postal Ballot Form should be completed and signed by the Member [as per the specimen signature registered with the Company or furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL), in respect of shares held in the physical form or dematerialized form respectively]. In case of joint holding, this Form must be completed and signed by the first named Member and in his / her absence, by the next named Member.
5. Unsigned, incomplete or incorrectly ticked Postal Ballot Forms shall be rejected.
6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.00 p.m. (IST) on Sunday, March 18, 2018. Postal Ballot Form received after this date will be strictly treated as if the same has not been received from the Member.
7. In the case of shares held by Institutions, Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution / Authority together with the specimen signature(s) of the duly authorised signatory(ies).
8. A Member may request for a duplicate Postal Ballot Form, if so required, by sending an email to secretarial@takesolutions.com or physically to the attention of the Company Secretary of the Company at its Registered Office Address. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than 5.00 p.m. (IST) on Sunday, March 18, 2018.
9. The exercise of vote through Postal Ballot is not permitted through a proxy.
10. Members are requested to fill the Postal Ballot Form in indelible ink (and avoid filling it by erasable writing medium(s) like pencil).
11. Voting rights shall be reckoned on the paid-up value of the equity shares registered in the name(s) of the Member(s) / list of beneficial owners as received from NSDL / CDSL on the cut-off date i.e. Friday, February 09, 2018.
12. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepared envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
13. There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders.

TAKE Solutions Limited

