

PROCEDURE FOR E-VOTING

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, the Company is pleased to offer e-voting facility to its members in respect of the businesses to be transacted at the 13th Annual General Meeting (AGM). The Company has engaged the services of Karvy Computershare Private Limited ("Karvy") as the authorised agency to provide e-voting facility.

The Procedure and instructions for e-voting are as under:

Open your web browser during the voting period and navigate to 'http://evoting.karvy.com' Enter the login credentials (i.e., user-id & password) mentioned on the E-mail or in the Attendance Slip. Your folio/DP Client ID will be your User-ID.

User –ID	For Shareholder(S)/ Beneficial Owner(S) Holding Shares In Demat Form:-a)For NSDL:-8 Characters DP ID Followed By 8 Digits ClientIDb)For CDSL:- 16 Digits BeneficiaryIDFor Members holding shares in Physical Form:- event no followed by•Folio Number registered with thecompany
Password	Your Unique password is printed on the AGM Attendance Slip / sent via email forwarded through the electronic notice.(Printed on the reverse of this page)
Captcha	Enter the Verification code for security reasons i.e., please enter the alphabets and numbers in the exact way as they are displayed.

- Please contact toll free No. **1-800-34-54-001** for any further clarifications.
- Members can cast their vote online from Monday, August 22, 2016, 9.00 AM to Wednesday, August 24, 2016, 5.00 PM.
- After entering these details appropriately, click on "LOGIN".
- Members holding shares in Demat/ Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-Voting platform. System will prompt you to change your password and update any contact details like mobile, email ID etc. on first login. You may also enter the 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 your password confidential.
- You need to login again with the new credentials.
- On successful login, system will prompt to select the 'Event' i.e., 'Company Name'.
- If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any company, then your exiting login id and password are to be used.
- On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not want to cast, select 'ABSTAIN'
- 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.
- Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- Sri.A.Vetrivel, Practising Chartered Accountant, has been appointed as Scrutinizer to scrutinize the voting process in a fair and transparent manner.
- Corporate/Institutional Members (Corporate /FIs/FILs/ FPIs /Trust/Mutual Funds/Banks/etc.,) are required to send scan (PDF format) of the relevant Board Resolution to the Scrutinizer through e-mail to vetrivelfca@gmail.com with copy to evoting@karvy.com. The file scanned image of the Board Resolutions should be in the naming format "CorporateName_Eventno."

The Scrutinizer after scrutinizing the votes cast at the Meeting and through remote e-voting, make a consolidated Scrutinizer's Report and submit the same forthwith or not later than two days of conclusion of the meeting to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same.

The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company (www.kprmillimited.com) and on the website of the Karvy (http://evoting.karvy.com). The Results shall simultaneously be communicated to BSE Limited and the National Stock Exchange of India Limited.

The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 25th August, 2016 subject to receipt of the requisite number of votes in favour of the Resolutions.