



Serial No. :

Name and Registered Address of the Sole/First named Member :

Name(s) of the Joint Member(s), if any :

Registered Folio No. / DP & Client ID No. :

Number of Equity Shares held :

Dear Member,

Subject: Procedure and instructions for e-voting

Pursuant to provisions of section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in the Notice convening the 39th (thirty ninth) Annual General Meeting (AGM) of the Company to be held on Thursday, August 14, 2014 at 10.00 am IST. The Company has engaged the services of Karvy Computershare Private Limited ('Karvy') to provide the e-voting facility. Members can cast their vote online from **August 4, 2014 at 9.00 AM to August 6, 2014 till 5.00 PM (both days inclusive)**

The e-voting particulars/login credentials for shareholders whose email id is not registered is set out below:

EVEN (E- Voting Event Number)	USER ID	PASSWORD/PIN

For shareholders whose email ID is registered with Company or Registrar and Transfer Agent or Depository participant the password is shared separately on their respective registered email ID.

The procedure and instructions for e-voting are as follows:

- Open your web browser during the voting period and navigate to '<https://evoting.karvy.com>'
- Enter the login credentials (i.e., user-id & password) mentioned here above shared on your registered email ID.

User – ID	For Members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- • <u>Event no.</u> followed by Folio Number registered with the company
Password	Your Unique password is printed here above / shared on your registered email ID.
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
Login	After entering these details appropriately, click on "LOGIN".

- Members holding shares in Dematerialized / 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. Kindly note that this password can be used by the Demat holders for voting on resolution/s of any other Company on which they are eligible to vote, provided that said company has opted for e-voting through **Karvy Computershare Private Limited e-Voting platform** itself. 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. System will prompt you to change your password and update any contact details like mobile no., email ID etc on 1st 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 you to select the 'Event_No' i.e., '**Dynamatic Technologies Limited – 1179**'.

- vi. 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 does not want to cast his/her vote, he/she may select 'ABSTAIN'
- vii. After selecting the resolution and you have decided to vote, 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.
- viii. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- ix. Corporate/Institutional Members (corporate /Fls/Flls/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Company and the Scrutinizer through e-mail to naveen.c@dynamics.net and vijay@viesva.com with copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name-39th AGM of Dynamic".
- x. It is reiterated that, the Members can cast their vote online from **August 4, 2014 at 9.00 AM to August 6, 2014 till 5.00 PM (both days inclusive)**

General instructions:

- a. The e-voting period commences on August 4, 2014 (9.00 am IST) and ends on August 6, 2014 (5.00 p.m. IST). During this period, Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, July 10, 2014, may cast their vote electronically. The e-voting module shall also be disabled by Karvy for voting after August 6, 2014, 5.00 p.m. Once the vote on a resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.
- b. Members who are unable to use the e-voting facility may kindly send the duly completed ballot form (enclosed to the Notice calling the AGM) using the enclosed business reply envelop, so as to reach the Company on or before August 6, 2014, 5 p.m.
- c. Members have the option to request for physical copy of the ballot form by sending an e-mail to investor.relations@dynamics.net, mentioning therein their Folio / DP ID and Client ID number.
- d. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on Thursday, July 10, 2014.
- e. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
- f. Mr. R. Vijayakumar, Practicing Company Secretary (membership number FCS 6418), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- g. The Scrutinizer shall, within a period of not exceeding three working days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour of or against, if any, forthwith to the Chairman of the Company.
- h. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.dynamics.net and on the website of Karvy Computershare Pvt. Ltd. within two days of the passing of the resolutions at the AGM, and shall be communicated to Bombay Stock Exchange Limited and National Stock Exchange of India Limited.
- i. All documents referred to in the accompanying Notice and the Statement pursuant to section 102(1) of the Companies Act, 2013, will be available for inspection at the Registered Office of the Company during business hours on all working days up to the date of declaration of the result of the 39th Annual General Meeting of the Company.
- j. Any Shareholder having any grievance on the e-voting can contact Karvy's toll free No. **1-800-34-54-001** or Registrar & Transfer Agents / Company at the coordinates mentioned under the 'Investor Guide', hereunder:

Investor Guide:

For any queries relating to financial statements / shares / dividends / complaints / any investor correspondence, you may please contact:

Mr. Naveen Chandra P
 DGM – Compliance, Legal & Company Secretary
 Dynamic Park, Peenya,
 Bangalore – 560 058
 Tel: +91-80-28394933/34/35 Extension: 254
 Fax: +91-80-28395328
 Email id: investor.relations@dynamics.net

Registered Office:
 Dynamic Park, Peenya

Bangalore – 560 058
 May 28, 2014

Registrar and Share Transfer Agents
 Karvy Computershare Private Limited
 Plot No. 17-24, Vittal Rao Nagar
 Madhapur, Hyderabad – 500 081
 Tel: +91-40-23420815-20
 Email: shobha.anand@karvy.com

By order of the Board of Directors
 for **DYNAMIC TECHNOLOGIES LIMITED**

Sd/-
 Naveen Chandra P
 DGM-Compliance, Legal & Company Secretary