

**DYNAMATIC TECHNOLOGIES LIMITED**

Registered Office: Dynamatic Park, Peenya, Bangalore - 560 058  
 Corporate Identity Number: L72200KA1973PLC002308  
 Phone Number: +91 80 2839 4933/34/35 Fax: +91 80 2839 5823  
 Email ID: investor.relations@dynamatics.net website: www.dynamatics.com

**Serial No.:**

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

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

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

Number of Equity Shares held:

Dear Member,

**Subject: Procedure and instructions for e-voting**

Pursuant to the provisions of Section 108 and Section 110 of the Companies Act read with the Rules and Clause 35B of the Equity Listing Agreement, the Company is pleased to offer e-voting facility for its Members to enable them to cast their votes electronically.

**Members have option to vote either through e-voting or through the physical Ballot Form. If a Member has opted for e-voting, then he/she should not vote by physical ballot also and vice-versa. However, in case Members cast their vote both via physical ballot and e-voting, then voting through e-voting shall prevail and voting done by physical ballot shall be treated as invalid.**

For this purpose, the Company has entered into an arrangement with KARVY Computer Share Private Limited ("Karvy"), Registrar and Transfer Agents for facilitating e-voting.

The e-voting particulars / login credential for Shareholders whose email ID is not registered is set out below:

EVEN (E-Voting Event Number)	User ID	Password / PIN

The e-voting particulars / login credential for Shareholders whose email ID is not registered is set out in the Ballot Form:

For shareholders whose email ID is registered with Company or Registrar and Transfer Agent or Depository Participant, the password is also shared separately on their respective registered email ID. Shareholders who have not received their passwords may please contact the coordinates mentioned under clause (i) of the general instructions for e-voting.

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

- i) Open your web browser during the voting period and navigate to '<https://evoting.karvy.com>'
- ii) Enter the login credentials (i.e., user-id & password) mentioned on the Ballot Form. Your folio/DP Client ID will be your User-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:- • Event no. followed by Folio Number registered with the company
Password	Your Unique password is printed on the Ballot Form / via email forwarded through the electronic notice
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".

- iii) Members holding shares in Dematerialised / 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 existing login id and password are to be used. System will prompt you to change your password and update any contact details like mobile #, 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.
- iv) You need to login again with the new credentials.
- v) On successful login, system will prompt to select the 'Event' i.e., '**Dynamatic Technologies Limited – 40th Annual General Meeting**'.
- 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 you do not want to cast your vote, you may select 'ABSTAIN'
- vii) 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.
- viii) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

- ix) Corporate/Institutional Members (corporate /FIs/FILs/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Company and the Scrutiniser 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 - 40th AGM of Dynamic".
- x) Persons whose name is entered in the Register of Members of the Company as a 'Member', as on **Friday, August 7, 2015** will be eligible to cast their vote through e-voting or voting through ballot method or cast their vote at the AGM venue, at their convenience.
- xi) In case a person has become the Member of the Company after June 30, 2015, but on or before the cut-off date i.e. August 7, 2015, he/she may write to the Karvy at the email Id: varghese1@karvy.com or to Mr P. A. Varghese, Contact No. 040-33215424, at [Unit: Dynamic Technologies Limited] Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, or persons mentioned under the 'Investor Guide', requesting for the User ID and Password. After receipt of the above credentials, please follow all the steps from Sr. No.(i) to (xi) as mentioned above, to cast the vote.
- xii) The Members can cast their vote online from **Monday, August 10, 2015 at 9.00 am to Thursday, August 13, 2015 till 5.00 pm (both days inclusive)**

#### GENERAL INSTRUCTIONS:

- a. It is reiterated that, the e-voting period commences on Monday, August 10, 2015 (9.00 am) and ends on Thursday August 13, 2015 (5 pm). During this period, Shareholders of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date of Friday, August 7, 2015, may cast their vote electronically.
- b. The e-voting module shall also be disabled by Karvy for voting after Thursday, August 13, 2015, 5 p.m. Once the vote on a resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.
- c. Members who are unable to use the e-voting facility or may not desire 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 Thursday, August 13, 2015, 5 p.m.
- d. 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 or contact the persons mentioned in the 'investor guide' towards the end of this document.
- e. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on Friday, August 7, 2015.
- f. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot or voting at the AGM. If a Member casts votes by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
- g. Mr. Vijay Kumar, Practicing Company Secretary (membership number FCS 6418), has been appointed as the Scrutiniser to scrutinize the e-voting process in a fair and transparent manner.
- h. The Scrutiniser shall unlock the votes in the presence of at least two witnesses, not in the employment of the Company on Monday at 9:30 a.m. at Dynamic Park, Peenya, Bangalore 560 058. The Scrutiniser shall upon unlocking the votes shall also make out a Scrutiniser's Report including therein the votes casted in favour or against each of the proposals, forthwith to the Chairman of the Company.
- i. The results declared along with the Scrutiniser's Report shall be placed on the investor portal of Company's website at [www.dynamics.com](http://www.dynamics.com) and on the website of Karvy Computershare Pvt. Ltd. within two days of unlocking the votes. The same shall also be communicated to Bombay Stock Exchange Limited and National Stock Exchange of India Limited.
- j. All documents referred to in the accompanying Notice calling the 40th AGM and the Explanatory 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 AGM.
- k. 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

Head - Legal, Compliance and Company Secretary  
Dynamic Park, Peenya,  
Bangalore - 560 058  
Tel : +91-80-2839 4933 / 34 / 35 Extension: 254  
Fax : +91-80-2839 5328  
Email : [investor.relations@dynamics.net](mailto:investor.relations@dynamics.net)

#### Registrar and Share Transfer Agents

Karvy Computershare Private Limited  
Karvy Selenium Tower B, Plot 31-32, Gachibowli,  
Financial District, Nanakramguda,  
Hyderabad - 500 032  
Tel: +91-040-67162222  
Email: [einward.ris@karvy.com](mailto:einward.ris@karvy.com)

#### REGISTERED OFFICE:

Dynamic Park, Peenya  
Bangalore - 560 058

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



**Naveen Chandra P**

Head - Legal, Compliance and Company Secretary

May 28, 2015