

**DCM  
LIMITED**

Regd. Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008

CIN- L74899DL1889PLC000004

Ph: (011) 25719967, Fax : (011) 25765214

Email id: investors@dcm.in, Website : www.dcm.in

**Postal Ballot Notice**

Members of DCM Limited ('DCM' or 'the Company') are hereby informed that in compliance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015, as amended from time to time, the Company has on April 26, 2016 has completed the dispatch of the Postal Ballot Notice, Explanatory Statement and Postal Ballot Form:

- (a) through physical mode, along with a postage-prepaid self-addressed Business Reply Envelope to all the members of the Company, whose names appear in the Company's Register of Members and list of beneficial owners as provided by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 31, 2016, at their registered address in the permitted mode; and
- (b) through electronic means to the members, whose names appear in the Company's Register of Members and list of beneficial owners as provided by NSDL and CDSL as on March 31, 2016 and whose email IDs are registered with the Company and Depository participant(s).

for seeking approval of members of the Company through Postal Ballot (including electronic voting) for the following matters :

S. No.	Description of the Resolution
1	Ordinary Resolution for appointment of Dr. Vinay Bharat Ram as a Director of the Company
2	Special Resolution for appointment of Dr. Vinay Bharat Ram as Managing Director of the Company
3	Special Resolution for re-appointment of Mr. Jitendra Tuli as Managing Director of the Company

The Company has engaged the services of NSDL to provide e-voting facility as an option for the shareholders to enable them to cast their vote electronically. A shareholder exercising vote by using e-voting facility is requested to carefully follow the instructions given in the Notice of Postal Ballot and e-voting.

Mrs. Pragnya Parimita Pradhan, Company Secretary in Whole-Time Practice, has been appointed as the 'Scrutinizer' for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

Shareholders are requested to communicate their assent or dissent by returning duly filled in and signed Postal Ballot Form to the Scrutinizer not later than Thursday, May 26, 2016 (5:00 pm IST).

The members of the Company are also hereby informed and requested to note that:-

- a) The business as set out in aforesaid Postal Ballot Notice is to be transacted by the shareholders through Postal Ballot which includes voting by electronic means (e-voting);
- b) The voting including e-voting shall commence on Wednesday, April 27, 2016 (9.00 a.m. IST) and will end on Thursday, May 26, 2016 (5:00 p.m. IST). During the voting period, shareholders of the Company holding shares either in physical form or in dematerialized form as on cut-off date i.e. March 31, 2016 may cast their vote either through physical Postal Ballot Form or e-voting;
- c) Voting through physical Postal Ballot Form or e-voting will not be allowed beyond Thursday, May 26, 2016 (5:00 p.m. IST). Any Postal Ballot Form received thereafter, will not be valid and treated as if reply from the shareholder has not been received and also, e-voting module shall be disabled by NSDL for voting, thereafter;
- d) Any member who has not received the Postal Ballot Form may apply to the Company by sending an e-mail to investors@dcm.in and obtain a duplicate thereof;
- e) Postal Ballot Notice is available on Company's website www.dcm.in and at NSDL's website www.evoting.nsd.com;
- f) Results of Postal Ballot and e-voting will be declared at 4.00 p.m. on Saturday, May 26, 2016 at Registered Office of the Company and same shall be communicated to BSE Limited, National Stock Exchange of India Limited, NSDL, MCS Share Transfer Agent Ltd (i.e. Registrar & Share Transfer Agent of the Company) and shall also be displayed on the website of the Company i.e. www.dcm.in;
- g) Voting rights of the Shareholders shall be reckoned as on March 31, 2016 and a person who is not a shareholder as on said record date should treat this notice for information purposes only;
- h) In case of queries/grievances relating to voting by Postal Ballot or by electronic means, members are requested to contact Mr. Ajay Kumar Dalal / Mr. Sabresh Singh, MCS Share Transfer Agent Limited, F-65, Okhla Industrial Area, Phase-I, New Delhi - 110020; Phone No. - 011-41406149, email: admin@mcsregistrars.com or NSDL at toll free no.: 1800 222 990 or may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads Section of www.evoting.nsd.com

By Order of the Board  
For DCM Limited

Sd/-

Yadvinder Goyal  
Company Secretary

Place: New Delhi  
Dated: 26.04.2016

## DCM LIMITED

पंजी. कार्यालय: विक्रांत टावर, 4, राजेंद्र प्लेस, नई दिल्ली- 110008

CIN: L74899DL1889PLC000004

फोन: (011) 25719967, फैक्स: (011) 25765214

ई-मेल आईडी: investors@dcm.in, वेबसाइट: www.dcm.in

### आक मतपत्र सूचना

डीसीएम लिमिटेड ('डीसीएम' अथवा 'कंपनी') के सदस्यों को एतद्वारा सूचित किया जाता है कि कंपनी अधिनियम, 2013 की धारा 110 के साथ पठित कंपनी (प्रबंधन एवं प्रशासन) नियम, 2014 तथा कंपनी (प्रबंधन एवं प्रशासन) संशोधन नियम, 2015, समय-समय पर यथा संशोधित, के प्रावधानों के अनुपालन में, कंपनी ने आक मतपत्र सूचना, व्याख्यात्मक विवरण तथा आक मतदान फॉर्म के प्रेषण का कार्य 26 अप्रैल, 2016 को:

- (क) भौतिक माध्यम से, स्व पता लिखा आक शुल्क प्रदत्त व्यवसाय उत्तर लिफाफा सहित, कंपनी के सभी सदस्यों, जिनके नाम 31 मार्च, 2016 को कंपनी के रजिस्टर तथा नेशनल सिविलरिटीज डिपॉजिटरी लिमिटेड (एनएसडीएल) तथा सेंट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड (सीडीएसएल) द्वारा उपलब्ध कराए गए लाभार्थी त्वागियों की सूची में हैं, अनुमति माध्यम से उनके पंजीकृत पते पर; तथा
- (ख) इलेक्ट्रॉनिक माध्यम से उन सदस्यों को, जिनके नाम 31 मार्च, 2016 को कंपनी के सदस्यों के रजिस्टर तथा एनएसडीएल तथा सीडीएसएल द्वारा उपलब्ध कराए गए लाभार्थी त्वागियों की सूची में हैं, तथा जिनके ईमेल आईडी कंपनी और डिपॉजिटरी प्रतिमागी(गियों) के पास पंजीकृत हैं।

निम्नलिखित मामलों में आक मतदान (इलेक्ट्रॉनिक वोटिंग सहित) के माध्यम से कंपनी के सदस्यों का अनुमोदन प्राप्त करने हेतु, पूरा कर लिया है:

क्र.सं.	प्रस्ताव का विवरण
1	कंपनी के निदेशक के रूप में डॉ. विनय भरत राम की नियुक्ति हेतु साधारण प्रस्ताव
2	कंपनी के प्रबंध निदेशक के रूप में डॉ. विनय भरत राम की नियुक्ति हेतु विशेष प्रस्ताव
3	कंपनी के प्रबंध निदेशक के रूप में श्री जितेन्द्र तुली की पुनः नियुक्ति हेतु विशेष प्रस्ताव

कंपनी ने सदस्यों को इलेक्ट्रॉनिक रूप से अपना मत डालने के लिए उनको सक्षम बनाने हेतु एक विकल्प के रूप में ई-वोटिंग सुविधा प्रदान करने के लिए एनएसडीएल की सेवाओं को नियुक्त किया है। ई-वोटिंग सुविधा का प्रयोग करके मतदान करने वाले शेयरधारक से, आक मतपत्र तथा ई-वोटिंग सूचना पत्र में दिये गये निर्देशों का साक्ष्यानीपूर्वक अनुसरण, करने का अनुरोध किया जाता है।

श्रीमती प्रगन्या परिमिता प्रधान, पूर्णकालिक अभ्यासगत कंपनी सचिव को निष्पक्ष और पारदर्शी तरीके से आक के माध्यम से मतदान व ई-वोटिंग प्रक्रिया को संचालित करने के लिए पर्यवेक्षक के रूप में नियुक्त किया गया है।

शेयरधारकों से अनुरोध है कि वे उचित रूप से मरा और हस्ताक्षर किया हुआ आक मतदान फॉर्म पर्यवेक्षक को गुरुवार 28 मई, 2016 (सायं 5.00 बजे) तक वापस भेज करके अपनी सहमति या असहमति के बारे में अवगत करायें।

कंपनी के सदस्यों को एतद्वारा यह भी सूचित और अनुरोध किया जाता है कि:

- क. पूर्वकथित आक मतपत्र सूचना में निर्धारित व्यवसायों का निष्पादन शेयरधारकों द्वारा आक मतपत्र के माध्यम से किया जाएगा, जिसमें इलेक्ट्रॉनिक साधनों (ई-वोटिंग) के द्वारा मतदान शामिल होगा;
- ख. ई-वोटिंग सहित मतदान बुधवार, 27 अप्रैल 2016 (शुक्र 9.00 बजे) आरम्भ होगा और गुरुवार, 28 मई 2016 (सायं 5.00 बजे) समाप्त होगा। मतदान अवधि के दौरान, कंपनी के शेयरधारक जो भौतिक या अभौतिक रूप से कट-ऑफ तिथि अर्थात् 31 मार्च 2016 को शेयर रखते हैं, आक मतदान फॉर्म या ई-वोटिंग के माध्यम से अपना मतदान कर सकते हैं;
- ग. गुरुवार 28 मई, 2016 (सायं 5.00 बजे) के बाद भौतिक आक मतदान फॉर्म या ई-वोटिंग के माध्यम से मतदान करने की अनुमति नहीं होगी। उसके बाद प्राप्त होने वाला कोई भी आक मतदान फॉर्म मान्य नहीं होगा और उसे शेयरधारक से प्राप्त नहीं हुआ माना जायेगा और इसके बाद ई-वोटिंग प्रारूप को भी एनएसडीएल द्वारा अक्षय कर दिया जायेगा;
- घ. जिस सदस्य को आक मतदान फॉर्म प्राप्त नहीं हुआ है वह investors@dcm.in को एक ई-मेल भेजकर कंपनी में आवेदन कर सकता है और उसकी एक प्रतिलिपि प्राप्त कर सकता है;
- ङ. आक मतदान सूचना पत्र कंपनी की वेबसाइट [www.dcm.in](http://www.dcm.in) और एनएसडीएल की वेबसाइट [www.evoting.nsdl.com](http://www.evoting.nsdl.com) पर उपलब्ध है;
- च. आक मतदान और ई-वोटिंग का परिणाम शनिवार, 28 मई, 2016 को सायं 4.00 बजे कंपनी के पंजीकृत कार्यालय में घोषित किया जाएगा और इसकी सूचना बीएसई लिमिटेड, नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड, एनएसडीएल, एमसीएस शेयर ट्रांसफर एजेंट लि. (यानी कंपनी के रजिस्ट्रार एंव शेयर अंतरण अभिकर्ता) को दी जाएगी और कंपनी की वेबसाइट यानी [www.dcm.in](http://www.dcm.in) पर भी प्रदर्शित की जाएगी।
- छ. शेयरधारकों के मतदान के अधिकार 31 मार्च, 2016 को निर्धारित किये जाएंगे और कोई व्यक्ति जो कथित दर्ज तिथि पर एक शेयरधारक नहीं है, उसे इस सूचना को मात्र जानकारी के उद्देश्यों के लिए समझना चाहिये;
- ज. सदस्यों से अनुरोध है कि, आक मतपत्र द्वारा या इलेक्ट्रॉनिक माध्यम से मतदान से संबंधित प्रश्नों/शिकायतों के मामले में, सदस्य, श्री अजय कुमार दलाल/श्री सबरीश सिंह, एमसीएस शेयर ट्रांसफर एजेंट लिमिटेड, एफ -65, ओखला इंडस्ट्रियल एरिया, फेज-1, नई दिल्ली - 110020 या फोन नं - 011-41406149, ईमेल: [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com) या एनएसडीएल टोल फ्री नं० 1800 222 990 से संपर्क कर सकते हैं या सदस्यों के लिए अवसर पूछे जाने वाले प्रश्नों (एकपरक्यू) और ई-वोटिंग प्रयोग नियम पुस्तिका जो कि [www.evoting.nsdl.com](http://www.evoting.nsdl.com) के सदस्यों की डाउनलोड अनुभाग पर उपलब्ध है, का परामर्श ले सकते हैं।

बोर्ड के आदेशानुसार  
कृते डीसीएम लिमिटेड  
हस्ता / -  
बादचिन्दर गायल  
कंपनी सचिव

स्थान: नई दिल्ली  
दिनांक: 26.04.2016

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LIMITED**

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- e) Postal Ballot Notice is available on Company's website www.dcm.in and at NSDL's website www.evoting.nsdl.com;
- f) Results of Postal Ballot and e-voting will be declared at 4.00 p.m. on Saturday, May 28, 2016 at Registered Office of the Company and same shall be communicated to BSE Limited, National Stock Exchange of India Limited, NSDL, MCS Share Transfer Agent Ltd (i.e. Registrar & Share Transfer Agent of the Company) and shall also be displayed on the website of the Company i.e. www.dcm.in;
- g) Voting rights of the Shareholders shall be reckoned as on March 31, 2016 and a person who is not a shareholder as on said record date should treat this notice for information purposes only;
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By Order of the Board  
For DCM Limited  
Sd/-  
Yadvinder Goyal  
Company Secretary

Place: New Delhi  
Dated: 26.04.2016