



BODHTREE CONSULTING LIMITED

CIN: L74140TG1982PLC040516

**Regd. Off.: Block "A", Wing "2", Level-6, Cyber Gateway, Hitech City, Madhapur, Hyderabad – 500 081, Telangana.
E-mail: cosecy@bodhtree.com, Website: www.Bodhtree.com. Ph. No.: 040 – 66222333, Fax. No.: 040 – 66222444.**

NOTICE OF POSTAL BALLOT AND E-VOTING

Notice pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 ("the Rules"), other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification or reenactment thereof for the time being in force, to consider and pass the Resolution appended hereto as a 'Special Resolution' by way of Postal Ballot (including remote e-Voting). The said Resolution for appointment of Mr. L N Ramakrishna as the Managing Director of the Company for a period of 3 (three) years w.e.f. 01 December, 2016 and the remuneration payable to him pursuant to Sections 196, 197, 203, Schedule V and any other applicable provisions, if any, of the Act and Explanatory Statement setting out the material facts pertaining to the said Resolution as required under Section 102 of the Act and the rules made thereunder is annexed hereto along with the Postal Ballot Form (the "Form") for your consideration.

The Board of Directors of the Company ("the Board") has appointed Mr. D.S. Rao of M/s. P.S. Rao & Associates., Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot (including remote e-Voting) in a fair and transparent manner.

You are requested to peruse the proposed Resolution alongwith the Explanatory Statement and read carefully the instructions forming part of this Notice and return the Form duly filled and signed (at the marked places in the Form) alongwith Assent (FOR) or Dissent (AGAINST) for the said Resolution, in the attached self-addressed, business reply envelope, so as to reach the Scrutinizer before the close of working hours (17:00 hrs.) on Saturday, 31 December 2016. Please note that any Form(s) received after the said date and time will be strictly treated as if no reply has been received. No other form is permitted.

Remote Electronic Voting:

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 110 of the Act read with the

Rules, the Company is pleased to provide Remote Electronic Voting ("remote e-Voting") facility as an alternate, to all its Members, to enable them to exercise their right to vote electronically instead of dispatching the physical postal ballot form by post. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited (CDSL). It may be noted that remote e-Voting is optional. In case a Member has voted through remote e-Voting facility, he/she is not required to send the physical Postal Ballot Form. In case a Member votes through remote e-Voting facility as well as sends his/her vote through physical postal ballot form, the vote cast through remote e-Voting shall only be considered and the voting through physical postal ballot shall not be considered by the Scrutinizer.

The remote e-Voting facility is available at the link www.evotingindia.com. Please refer to the instructions for remote e-Voting given after the proposed Resolution for the process and the manner in which remote e-Voting is to be carried out.

The Scrutinizer will submit his report to the Chairman or any other Director of the Company after completion of the scrutiny of the postal ballots (including remote e-Voting). The results of the Postal Ballot (including remote e-Voting) would be announced by the Chairman or the Company Secretary of the Company on Tuesday, 03 January 2017 at the Registered Office of the Company. The Resolution will be considered to be passed at a General Meeting of the Members as per the provisions of the Act & applicable rules thereunder and Listing Agreement on the date of announcement of results of Postal Ballot (including remote e-Voting). The said results would be displayed on the notice board at the Registered Office of the Company, intimated to the Stock Exchanges where the Company's shares are listed, published in the newspapers and displayed on the Company's website viz. www.Bodhtree.com.

**By Order of the Board
For Bodhtree Consulting Limited
Sd/-
Srikanth Reddy Kolli
Company Secretary
ACS No.: 25290**

**Place: Hyderabad
Date: 25 November, 2016**

PROPOSED RESOLUTION

Approval for appointment of Mr. L N Ramakrishna as the Managing Director of the Company and remuneration payable to him.

To consider and, if thought fit, to pass through postal ballot, the following resolution as a **Special Resolution**:

"RESOLVED that in supersession of earlier resolution passed on 30 September, 2015 and pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to the requisite approval of the Central Government, if any required, the consent of the Company be and is hereby accorded to the appointment of Mr. L N Ramakrishna (DIN:03623543), as the Managing Director of the Company for a period of 3 (three) years with effect from 01 December 2016 on the terms and conditions including the remuneration set out in the Explanatory Statement annexed to the Notice of this Postal Ballot, with liberty and power to the Board of Directors (hereinafter referred to as 'the Board' which expression shall also include the Nomination & Remuneration Committee of the Board), in the exercise of its discretion, to grant increments and to alter and vary from time to time, the terms and conditions of the said appointment, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof."

"RESOLVED FURTHER that notwithstanding anything hereinabove stated, in the event of the Company having no profits or its profits are inadequate in any financial year during the tenure of the appointment, then the remuneration of the Managing Director shall be governed by Section II of Part II of the Schedule V to the Companies Act, 2013 (including any statutory modification or re-enactment(s) thereof, for the time being in force) or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration."

"RESOLVED FURTHER that the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this Resolution and/or to make modification as may be deemed to be in the best interest of the Company."

NOTES:

1. The Explanatory Statement and reasons for the proposed Resolution pursuant to Section 102 of the Act setting out material facts are appended to the Notice.

2. The Notice is being sent to all the Members, whose names appear in the Register of Members/list of Beneficial Owners, received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on 25 November 2016.
3. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on 25 November 2016.
4. Resolution passed by the members through Postal Ballot (including e-Voting) is deemed to have been passed effectively at a general meeting of the members. The Special Resolution shall be declared as passed if votes cast in favour of the Resolution are not less than two-third of the total votes cast.
5. In compliance with the provisions of Section 108 of the Act read with the Rules and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015), the Company is pleased to offer remote e-Voting facility ("remote e-Voting") for its members to enable them to cast their votes electronically. Members have option to vote either through remote e-Voting or through the physical postal ballot form. If a member has opted for remote e-Voting, then he/she should not vote by physical postal ballot also and vice-versa. However, in case members cast their vote both via physical postal ballot and remote e-Voting, then voting through remote e-Voting shall prevail and voting done by postal ballot shall be treated as invalid. For this purpose, the Company has signed an agreement with CDSL for facilitating remote e-Voting.

A. The instructions and other information for remote e-Voting are as under:

- (i) Open your web browser and log on to the e-voting website www.evotingindia.com during the voting period.
- (ii) Click on "Shareholders" tab.
- (iii) Now select the Company name from the drop down menu and click on "SUBMIT"
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) 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> <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).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly 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 can also be used by the demat holders for voting on resolutions of any other Company on which they are eligible to vote, provided that such 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (xi) Click on **Electronic Voting Sequence Number (EVSN) - 161124008** for BODHTREE CONSULTING LIMITED. This will take you to the voting page.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK", if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User ID, Image Verification Code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **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 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.
- (xix) 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.

B. In case of Members receiving Postal Ballot Form by Post:

For Members whose email IDs are not registered with the Company/Depository Participant(s) and who receive the physical postal ballot forms, the following instructions may be noted:

- (i) Initial password is provided at the bottom of the Postal Ballot Form.
- (ii) Please follow all steps from Sl. No. (i) to Sl. No. (xviii) as mentioned in (A) above, to cast vote.

C. Members are requested to register their e-mail id with Registrar and Transfer Agent (RTA), being M/s. Venture Capital and Corporate Investments Private Limited, 12-10-167, Bharatnagar,

Hyderabad – 500018. Tel. No.: 040-23818475/476 Fax No.: 040-23868024 E-mail: info@vccilindia.com, Website: www.vccipl.com.

- D. The voting period commences on Friday, 02 December 2016 at 09:30 a.m. and ends on Saturday, 31 December 2016 at 5:00 p.m. The e-voting module will be disabled by CDSL for voting thereafter.
- E. Voting can be exercised only by the shareholder or his/her duly constituted attorney or in case of bodies corporate, the duly authorized person.
- F. The shareholders holding shares either in physical form or in dematerialized form may cast their vote electronically.
- G. The Scrutinizer will submit his report to the Chairman or any other Director of the Company after completion of the scrutiny and the results of voting by postal ballot will be announced by the Chairman or the Company Secretary of the Company on Tuesday, 03 January 2017 at the Registered Office of the Company.

EXPLANATORY STATEMENT

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as the "Act"):

The Board of Directors of the Company at its meeting held on 14 November 2016 has, subject to the shareholders' approval and in supersession of earlier resolution passed on 30 September, 2015, appointed Mr. L N Ramakrishna as the Managing Director of the Company for a period of 3 (three) years from 01 December 2016. Further, the appointment and remuneration of Mr. L N Ramakrishna, has been approved and recommended by the Nomination & Remuneration Committee at its meeting held on 14 November 2016.

The terms and conditions of appointment of Mr. L N Ramakrishna, are in conformity with Section 196 read with Schedule V to the Act. Pursuant to Sections 196, 197, 203 and all other applicable provisions, if any, of the Act, including Schedule V to the Act, the appointment of Mr. L N Ramakrishna as the Managing Director of the Company is now being placed before the Members through postal ballot for their approval by way of Special Resolution.

The following additional information as required by Schedule V to the Act is given below:

I. General Information

- (1) **Nature of Industry:** The Company is engaged in the business of software development and related services provider.

- (2) **Date or expected date of commencement of commercial production:** the Company was incorporated on 16 July 1982 under Indian Companies Act, 1956 and has already commenced its operations vide Certificate of Commencement of Business dated 28 July 1982.
- (3) **In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable
- (4) **Financial performance based on given indicators as per audited financial results for the year ended 31 March 2016:**

Particulars	Rupees In Lakhs	
	F.Y. 2015-16	F.Y. 2014-15
Turnover and Other Income	4772.08	4339.37
Net Profit/(Loss) as per Profit & Loss Account	177.08	56.05
Profit as computed under section 197 of the Act	(673.08)	(35.60)
Net Worth	3812.20	2658.81

- (5) **Foreign Investments of collaborators, if any:** Nil

II. Information about the appointee:

(1) Background details:

Mr. L N Ramakrishna, has been working for the Company since May, 2011. He holds a Master's degree in Business Administration from Andhra University of Andhra Pradesh. He was in charge of global Operations & Sales of the Company since his appointment as the Vice President. He has over 22 years of industry experience on various business applications including ERP systems. He had worked with and managed Big 5 consulting Companies' resources and had been responsible for introducing cutting-edge products in industries. His experience spans across various Companies including Symantec, Juniper Networks, and Silver Spring Networks.

- (2) **Past remuneration:** Salary of Rs.2,50,000/- (Rupees Two Lakhs Fifty Thousand only) per month and other perquisites, allowances and commission as may be applicable.

- (3) **Recognition or awards:** Mr L N Ramakrishna in his career received many awards and recognition for his extracurricular activities.

- (4) **Job profile, his suitability and key achievements:** Mr L N Ramakrishna has been associated with the Company since last 5 years and has extensive on-the-job experience in various corporate matters. He is looking after the Core Business Verticals of the Company.

(5) Remuneration Proposed:

- A. **Term:** Period of 3 (three) years w.e.f. 01 December 2016 to 30 November 2019.

B. Remuneration:

- a) Salary:** Rs.4,00,000/- per month. *(In the Range of Rs.4,00,000 – Rs.50,000 – Rs.5,50,000).* Annual and accelerated increments may be decided by the Nomination & Remuneration Committee and/or the Board of Directors, based on merit and taking into account the Company's performance for the year.
- b) Perquisites:** In addition to salary, the perquisites will also be paid and/or provided for an amount not exceeding Rs. 36,00,000 per annum. Valuation of all perquisites shall be done in accordance with the provisions of the Income Tax Act, 1961 and rules made thereunder. In the absence of any such rule, perquisites shall be evaluated at actual cost.

However the overall managerial remuneration (excluding allowable perquisites) shall not exceed the limit of Rs.84,00,000/- per annum as specified under Section II of Part II of the Schedule V to the Companies Act, 2013 (including any statutory modification or re-enactment(s) thereof, for the time being in force).

- C. Minimum Remuneration:** The total remuneration payable to the Managing Director as aforesaid shall not exceed the overall limits laid down under Sections 196, 197, 203 of the Act read with Schedule V thereunder.

In the event of loss or inadequacy of profits in any year during the aforesaid tenure, the Managing Director shall be paid the remuneration including commission which shall be governed by the limits set out in Schedule V to the Act or any amendment thereof.

- D. Other terms:** The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors (which includes the Nomination & Remuneration Committee of the Board of Directors) as it may, in its discretion, deem fit within the minimum remuneration payable to the Managing Director in accordance with the provisions of the Act or any amendments made hereinafter in this regard or with the approval of the Central Government wherever required.

(6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Taking into consideration the size of the Company, the profile of the appointee, his responsibilities, the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level appointee(s) in other Companies in the industry.

(7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Mr L N Ramakrishna is a member of M/s. Kepler Information

Systems Private limited which is holding 5,00,000 (2.77%) equity shares in the Company. Mrs L Muneashwari, Director of the Company is a spouse of Mr L N Ramakrishna.

III. Other Information:

- (1) **Reasons of loss or inadequate profits:** The overall performance of the Company for the year 2015-16 has been suboptimal. The profitability of the Company was badly impacted due to lower margins in software industry, increase in expenses, and various other factors including challenging business environment.
- (2) **Steps taken or proposed to be taken for improvement:** The management has taken several measures to ensure better management of working capital, monitoring of project performance on continuous basis and completion of projects as per schedule to avoid cost and time over run.
- (3) **Expected increase in productivity and profits in measurable terms:** Though, Company's Turnover is increasing with pressures on margins, the Company is confident of bagging more projects which would increase the topline, and may result in improvement in the EBIT margins for FY 2016-17. The increase in marketing and business development expenses, would have impact on the EBIT margins of the Company. However, in the near future, the Company's business is expected to grow at 25%, which would in turn result into improvement in the EBIT margins. The Company has shown satisfactory progress in all the running projects and is expected to achieve the turnover of over Rs.100 crore with good profit margin for FY 2016-17.

Mr. L N Ramakrishna, Mrs. L Muneashwari and M/s. Kepler Information Systems Private Limited are deemed to be concerned or interested in this Resolution.

The Board recommends this Special Resolution for the approval of the Members.

**By Order of the Board
For Bodhtree Consulting Limited
Sd/-
Srikanth Reddy Kolli
Company Secretary
ACS No.: 25290**

**Place: Hyderabad
Date: 25 November, 2016**



BODHTREE CONSULTING LIMITED

CIN: L74140TG1982PLC040516

**Regd. Off.: Block "A", Wing "2", Level-6, Cyber Gateway, Hitech City, Madhapur, Hyderabad – 500 081, Telangana.
E-mail: cosecy@bodhtree.com, Website: www.Bodhtree.com. Ph. No.: 040 – 66222333, Fax. No.: 040 – 66222444.**

POSTAL BALLOT FORM

(Please read the instructions before completing the Form)

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

Names of Joint Members, if any :

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

No. of Shares held :

e-Voting Sequence Number (EVSN) : 161124008

I/We hereby exercise my/our vote(s) in respect of the following resolution to be passed through Postal Ballot/ remote e-Voting as set out in the Notice dated 25 November, 2016 of the Company by conveying/ sending my/our assent (for) or dissent (against) the said resolution by placing the tick mark (√) at the appropriate box below:

Resol ution No	Description	No. of Shares	I/ We assent to the Resolution (FOR)	I/ We dissent to the Resolution (AGAINST)
1	Special Resolution: Approval for appointment of Mr. L N Ramakrishna as the Managing Director of the Company and remuneration payable to him. (In supersession of earlier resolution passed on 30.09.2015)			

Place:

Date:

Signature of the Member
Or
Authorised Representative

ELECTRONIC VOTING PARTICULARS

EVSN	USER ID	DEFAULT PAN/ SEQUENCE NUMBER
161124008		

Notes:

- a. If you opt to cast your vote by e-Voting, there is no need to fill up and sign this form.
- b. Last date for receipt of Postal Ballot Form: Saturday, 31 December, 2016.
- c. Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. General Instructions:

- a. There will be one postal ballot form/ e-Voting for every Client ID No./ Folio No., irrespective of the number of joint holders.
- b. Members have option to vote either through postal ballot form or through remote e-Voting. If a Member has opted for physical postal ballot, then he/she should not vote by remote e-Voting and vice versa. However, in case shareholders cast their vote through both physical postal ballot and remote e-Voting, then vote cast through remote e-Voting shall prevail and vote cast through physical postal ballot shall be considered as invalid.
- c. Voting in the postal ballot /remote e-Voting cannot be exercise by a proxy. However, corporate and institutional members shall be entitled to vote through their authorised representatives with proof of their authorization, as stated below.
- d. Any query in relation to the Resolution proposed to be passed by postal ballot may be addressed to Mr Srikanth Reddy Kolli, Company Secretary, at the Registered Office of the Company.
- e. The Scrutinizer's decision on the validity of a postal ballot/ remote e-Voting shall be final and binding.

2. Instructions for voting physically by Postal Ballot Form:

- a. A Member desirous of exercising his/her Vote by postal ballot form may complete this form and send it to the Scrutinizer, Mr. D.S. Rao, Bodhtree Consulting Limited, Block "A", Wing "2", Level 6, Cyber Gateway, Hitech City, Madhapur, Hyderabad – 500081, Telangana, in the attached self-addressed envelope. Postage will be borne and paid by the Company. Further, any envelopes containing postal ballot, if deposited in person or sent by courier at the expense of the Registered Member(s) will also be accepted.
- b. The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
- c. This form must be completed and signed by the Member, as per specimen signature registered with the Company or Depository Participant, as the case may be. In case of joint holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member.
- d. In respect of shares held by corporate and institutional members (Companies, Trusts, Societies, etc.), the completed postal ballot form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
- e. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on 25 November, 2016.
- f. The consent must be accorded by recoding the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the postal ballot form. The assent or dissent received in any other form shall not be considered valid.
- g. Members are requested to fill the postal ballot form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
- h. Duly completed postal ballot form should reach the Scrutinizer not later than the close of working hours (17.00 hrs.) on Saturday, 31 December, 2016. All postal ballot forms received after this date will be strictly treated as if no reply has been received from the Member.
- i. A Member may request for a duplicate postal ballot form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No.2(h) above.
- j. Members are requested not to send any other paper along with the postal ballot form. They are also requested not to write anything in the postal ballot form except giving their assent or dissent and putting their signature. If any such other paper is sent, the same will be destroyed by the Scrutinizer.
- k. Incomplete, unsigned or incorrectly ticked postal ballot forms will be rejected.
- l. The results of the voting on Resolution will be announced on Tuesday, 03 January, 2017 at 04.30 p.m. at the Registered Office of the Company. The results would be displayed at the notice board of the Registered Office of the Company, published in the newspapers, for the information of the Members and also posted on the Company's website www.Bodhtree.com, besides communicating to the Stock Exchange where the Company's shares are listed.

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