

Circular No.: NSDL/CIR/II/10/2021

Date: May 21, 2021

Subject: SEBI Circular on e-Voting Facility Provided by Listed Entities

Attention is invited to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 regarding e-Voting facility provided by listed entities (copy enclosed) and Circular no. NSDL/CIR/II/50/2020 dated December 15, 2020 issued by NSDL regarding intimation on the same (copy enclosed). In the aforesaid SEBI Circular, it has been stated as below:

- 1) Under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
- 2) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- 3) In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting for all individual demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process. The same shall be implemented in a phased manner.
- 4) Accordingly to enable individual shareholders to login and cast vote through their demat account, NSDL services has been enhanced. Process of login for Individual shareholders holding securities in demat mode with NSDL is enclosed at **Annexure A**. Companies are required to incorporate this in their notice.
- 5) As per aforesaid SEBI circular, the listed companies are required to provide the details of the upcoming events requiring voting to the Depository. The depository will send SMS/email alerts in this regards, to the demat account holders, at least 2 days prior to the date of the

commencement of e-voting. In order to facilitate listed companies to provide details of upcoming events requiring voting, NSDL's Issuer Services Portal has been enhanced to include e-Voting feature wherein listed companies are required to provide details of upcoming events requiring voting. Issuers can access this enhance feature w.e.f **May 31, 2021**.

- 6) All the Issuers are requested to use the Issuer Portal <https://issuer.nsd.com> for providing the information of upcoming events requiring voting. You need to click on Login button and provide your login credentials for successful authentication.
- 7) Issuers who are already registered in Issuer Portal can use existing login credentials to access e-Voting feature for providing details of upcoming events requiring voting.
- 8) Process for Issuers to provide the details for the upcoming events requiring voting :
 - a. Issuer maker needs to capture e-Voting details on Issuer Portal by clicking on tab eVoting-----Transact ----Capture eVoting Detail.
 - b. Issuer Should provide following information :
 - ISIN (Can be selected from the dropdown)
 - Issuer Name and ISIN description (Auto populated)
 - e-Voting service provider Name i.e. NSDL,CDSL, K-Fintech, LinkIntime (Can be selected from the dropdown)
 - EVENT type, (i.e. AGM,EGM, Postal Ballot)
 - Voting start date
 - Voting start time
 - Voting end date,
 - Voting end time
 - General Meeting date
 - Cut-off date,
 - EVEN ID
 - Voting purpose (in brief)
 - c. Issuer checker is required to approve the details captured by Issuer maker on Issuer Portal by clicking on tab eVoting----- Enquire / Approve ---- View and Approve. Event details will be considered only after checker approves it.
 - d. It is advisable to capture and approve such details at least **five days** before the voting start date.

- e. It is important to note that same user cannot perform Role of Maker and Checker.
- f. If due to any reasons, Issuers could not provide aforesaid details electronically, such Issuers are advised to send details in attached format (Event details format) at **Annexure D** at evoting@nsdl.co.in atleast 5 days prior to voting start date. It is advisable that Issuers should provide details in NSDL Issuer Portal Itself.
- 9) Once Issuer will update the required details the event details are considered as final for intimating to the demat account holders of NSDL through email/SMS. Please ensure to provide correct details so as to provide correct communication to shareholders.
- 10) Those Issuers who have not yet registered can register themselves with Issuer Portal of NSDL at the earliest in order to provide upcoming vents requiring voting so as comply with to aforesaid SEBI circular.
- 11) Please find below process for registration by the Issuers who have not yet registered with Issuer Portal of NSDL.
- I. Duly fill-in the Registration Form for Issuer Services Portal of NSDL (format enclosed at **Annexure B**).
 - II. Take a print of the Registration Form on the letter head of the Issuer and obtain signatures of the Managing Director or the Company Secretary or any other authorised person.
 - III. Scan the duly signed Registration Form.
 - IV. Fill in the excel sheet in the enclosed format at **Annexure C** for List of Officials authorised to access Issuer Services Portal. Ensure that the same authorised persons are mentioned in the excel sheet as well as the Registration Form.
 - V. Submit the following documents by email to issuer.registration@nsdl.co.in While sending the documents by email, kindly include your issuer code in the subject line of the email to enable easy processing. (the Issuer code is the 4th, 5th, 6th and 7th character in the ISIN allotted for the shares of your company, for example if your company ISIN is INE123400001 then your company Issuer code will be 1234)
- a. Scanned copy of Registration Form

b. Duly filled in excel sheet containing List of Designated Officials authorised to access Issuer Services Portal.

VI. Submit the hard copy of Registration Form by courier to NSDL at the following address:

The Vice President (for Issuer Services Portal Registration)
National Securities Depository Limited,
4th Floor, Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai - 400013.

VII. After successful registration, NSDL will send by email the passwords to the authorised users on their email ids as provided by the company. The password will be contained in an encrypted PDF which can be opened by using the mobile number as given by the company. Please note that registration will be done based on receipt of the scanned copy of the Registration Form as above. However, the company should ensure that signed hard copy of the Registration Form is sent to the above address.

12) In case users have forgotten their password, they can reset their password by clicking on the 'Forgot password' link on the login page of Issuer portal. The user will need to follow to below mentioned steps:

- Enter the User ID in the 'Username' field and click 'Forgot password' link
- User will be need to click on radio button for OTP
- User will be prompted to enter the mobile number registered with NSDL and click on 'Send Code'
- On receipt of the OTP on the registered mobile number, user will need to enter the same in the said field and submit.
- Once the OTP validation is done User will have the option to enter their new password and submit.

13) For any queries in respect of registration and access / login credential on issuer services portal, the same can be addressed on group Email ID viz., issuer.registration@nsdl.co.in

14) For any queries in respect e-Voting , the same can be addressed on group Email ID viz., evoting@nsdl.co.in

15) For any assistance, please feel free to contact to your designated Relationship Manager to serve you better.

All Issuers/R & T Agents are advised to follow the steps mentioned above to adhere with the aforesaid SEBI circular. All R & T Agents are advised to inform their client companies suitably.

For and on behalf of

National Securities Depository Limited

**Rakesh Mehta
Vice President**

Encl. as above.