



Sterlite Power Transmission Limited

Registered Office: 4th Floor, Godrej Millennium, 9, Koregaon Road, Pune, Maharashtra – 411001, India

Corporate office: DLF Cyber Park Tower-B, 9th Floor, Udyog Vihar Phase-III, Sector-20, Gurugram, Haryana-122008

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POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

To,
The Members/ Shareholders of Sterlite Power Transmission Limited,

NOTICE is hereby given that pursuant to and in compliance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”), and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the “**MCA**”) for holding the general meetings / conducting postal ballot through e-voting vide General Circular Nos. 14/2020 dated April 08, 2020; 17/2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39/2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 08, 2021; 03/2022 dated May 05, 2022; 11/2022 dated December 28, 2022; 09/2023 dated September 25, 2023; and 09/2024 dated September 19, 2024 (the “**MCA Circulars**”), Secretarial Standard – 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory modification(s) or re-enactment(s) thereto, for the time being in force, the resolutions appended below are proposed to be passed by the Members/ Shareholders of Sterlite Power Transmission Limited (the “**Company**”), by way of postal ballot through remote voting by electronic means (“**remote e-voting**”) (“**Postal Ballot Notice**”) or through ballot papers, as detailed in this postal ballot Notice (“**Postal Ballot Notice**”).

The Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act pertaining to the resolutions appended below, setting out all material facts mentioned in the businesses proposed in this Postal Ballot Notice, is annexed hereto for your consideration.

The Board of Directors of the Company, on Thursday, December 12, 2024, appointed Ms. Mehak Gupta, Proprietor of M/s Mehak Gupta & Associates, Practicing Company Secretaries, (Membership No. F10703, COP No. 15013) as the Scrutinizer for conducting the postal ballot, in a fair and transparent manner. The Scrutinizer’s decision on the validity of the votes cast for the resolutions shall be final. The Company has engaged the services of Link Intime India Private Limited (“**Link Intime**”) as the agency to provide e-voting facility.

In accordance with the provisions of the MCA Circulars, the Equity Shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer remote e-voting facility to all its Equity Shareholders to cast their votes electronically. The Equity Shareholders are requested to read the instructions in the Notes under the section “**General information and instructions relating to remote e-voting**” in this Postal Ballot Notice to cast

their vote electronically. The Members/ Shareholders are requested to cast their vote through **not later than 17:00 Hours IST on Saturday, January 25, 2025**, failing which it will be strictly considered that no vote has been received from the Members/ Shareholders. Further, the Preference Shareholders' can vote through Ballot paper, on the resolutions placed before the Company which directly affect the rights attached to the preference shares.

In accordance with the provisions of the MCA Circulars, the Company is also providing a facility for its Members/ Shareholders to register their e-mail addresses. Therefore, those Members/ Shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the Notes at S. No. 8 to this Postal Ballot Notice.

The Scrutinizer will submit her report to the Chairman of the Company or such other person, as may be authorized by the Chairman, after the completion of scrutiny of voting on the resolutions. The result of the Postal Ballot along with the scrutinizer report shall be declared on or before **Saturday, February 01, 2025**, by placing it on the website of the Company at <https://www.sterlitepower.com/downloads> and on the website of Link Intime at: <https://instavote.linkintime.co.in> and at the Registered Office and the Corporate Office of the Company.

Item No. 1:

Adoption of the Amended and Restated Articles of Association of the Company

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**, with or without modification(s):

“RESOLVED THAT pursuant to Section 5 and 14 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the provisions of the Articles of Association of Sterlite Power Transmission Limited (the **“Company”**), other applicable laws, rules, regulations and guidelines issued by any statutory or regulatory authority, and subject to such approvals, permissions, consents and sanctions as may be necessary or required from the applicable statutory or regulatory authorities (including third parties, if required) in this regard, the consent of the Members / Shareholders of the Company by way of Special Resolution, be and is hereby accorded for the existing Articles of Association of the Company to be repealed and substituted with the Amended and Restated Articles of Association of the Company incorporating the relevant provisions of the Shareholders' Agreement dated 08 November 2024 executed by and amongst the Company, Twin Star Overseas Limited, South Asia Growth Fund III Holdings, LLC, South Asia EBT Trust III and Volrado Venture Partners Fund III – Beta, acting through its trustee, Real Trustee Advisory Company Private Limited.

RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company (**“Authorized Representatives”**), be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as they may deem necessary, proper or desirable to give effect to the aforesaid resolutions and to do such acts and deeds that may be necessary, appropriate or required for the purpose of adoption of the Amended and Restated Articles of Association including making filings with the Registrar of Companies or such other statutory authorities in the implementation of the aforesaid resolutions, and to liaise with the concerned authorities with regard to the same.

RESOLVED FURTHER THAT each Authorized Representatives be and is hereby severally authorized to give certified true copies of this resolution to any person, including appropriate regulatory authorities.”

Item No. 2:

Appointment of Mr. Alipt Sharma (DIN: 03128439) as a Nominee Director (Non-Executive, Non-Independent Director) of Sterlite Power Transmission Limited

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**, with or without modification(s):

“**RESOLVED THAT** pursuant to (i) Sections 149 and 152 and all other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), (ii) the provisions of the Memorandum of Association and Articles of Association of Sterlite Power Transmission Limited (“**Company**”), (iii) the Shareholders’ Agreement dated 08 November 2024 executed by and amongst the Company, Twin Star Overseas Limited, South Asia Growth Fund III Holdings, LLC, South Asia EBT Trust III and Volrado Venture Partners Fund III – Beta, acting through its trustee, Real Trustee Advisory Company Private Limited (“**Shareholders’ Agreement**”), and (iv) recommendation of the Nomination and Remuneration Committee on 12 December 2024 and the consent of the Board of Directors of the Company accorded on 12 December 2024, the Members/Shareholders of the Company do hereby approve the appointment of Mr. Alipt Sharma, having DIN: 03128439, nominated by South Asia Growth Fund III Holdings, LLC/ South Asia EBT Trust III, as a Nominee Director (Non-Executive, Non-Independent Director) of the Company with effect from 12 December 2024, who shall hold office in accordance with the terms set out in the Shareholders’ Agreement.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company (“**Authorized Representatives**”), be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as they may deem necessary proper or desirable to give effect to the aforesaid resolutions including but not limited to filing Form DIR-12 and any other forms as required with the Registrar of Companies, and updating the register of directors, and to sign and deliver certified true copies of the updated register of directors maintained by the Company, and to do all such other acts, deeds and things, as may be incidental and necessary to give effect to the aforesaid resolutions.

RESOLVED FURTHER THAT each Authorized Representatives be and is hereby severally authorized to give certified true copies of this resolution to any person, including appropriate regulatory authorities.”

Item No. 3:

Adoption of the amended Dividend Policy of the Company

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**, with or without modification(s):

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, if any, and subject to the Articles of Association, and pursuant to the recommendations of the Board of Directors of the Company (**“Board”**), the dividend policy, as amended, be and is hereby adopted as the Dividend Policy of the Company.

RESOLVED FURTHER THAT the Board of Director of the Company, be and is hereby authorised to do all such things and take all such actions as may be required, from time to time, for giving effect to the above resolution.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorized to certify a copy of this resolution and issue the same to all concerned parties.”

Item No. 4:

Alteration in the Memorandum of Association and Articles of Association of the Company pursuant to Change of Name of the Company

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**, with or without modification(s):

“RESOLVED THAT pursuant to the provisions of Sections 4, 5, 13, 14, and any other applicable provisions, if any, of the Companies Act, 2013 (**“Act”**) read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and subject to the approval of the Central Government, Ministry of Corporate Affairs, concerned Registrar of Companies, etc., and any other necessary approvals, consents, permissions and/or sanctions as may be required, if any, in this regard from any appropriate authority and subject to such terms, condition(s), amendment(s) or modification(s) as may be required or suggested by any statutory authority, consent of the Members/Shareholders of the Company be and is hereby accorded to change name of the Company from **“Sterlite Power Transmission Limited”** to **“Sterlite Electric Limited”** or such other name with prefix **Sterlite Electric**, as may be made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs under Section 4(5) of the Act.

RESOLVED FURTHER THAT subject to the name **‘Sterlite Electric Limited’** being made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, and in terms of Section 13 of the Act read with Rule 29 of the Companies (Incorporation) Rules, 2014, the Memorandum of Association of the Company be altered by substituting the name clause being Clause 1st of the Memorandum of Association with the following new Clause 1st.

“1st”: *The Name of the Company is “Sterlite Electric Limited”.*

RESOLVED FURTHER THAT subject to the name '**Sterlite Electric Limited**' being made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, and in terms of Section 13 of the Act read with Rule 29 of the Companies (Incorporation) Rules, 2014, any reference to the existing name of the Company i.e. "**Sterlite Power Transmission Limited**" under Memorandum of Association of Company shall be read as "**Sterlite Electric Limited**".

RESOLVED FURTHER THAT subject to the name '**Sterlite Electric Limited**' being made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, and in terms of Section 14 of the Act, the Articles of Association of the Company be altered and substituted with the name "**Sterlite Electric Limited**" wheresoever it appears as "**Sterlite Power Transmission Limited**" in the document.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to sign, execute and file necessary application, forms, deeds, documents, writings or any other document with the jurisdictional Registrar of Companies and/or to Central Government and/or to any other relevant statutory authorities for the purpose of obtaining approval for change of name as above and to do all such acts, deeds, matters and things as may be required or considered necessary for giving effect to this resolution.

RESOLVED FURTHER THAT a certified copy of the aforesaid resolution duly signed by the Director or the Company Secretary of the Company be furnished to the concerned authorities for necessary action."

By Order of the Board of Directors
For **Sterlite Power Transmission Limited**

Sd/-

Ashok Ganesan
Company Secretary
FCS-5190

Date: December 26, 2024

Place: Gurugram

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXURE TO AND FORMING INTEGRAL PART OF THE POSTAL BALLOT NOTICE

The following Explanatory Statement relating to the accompanying Notice sets out the material facts:

Item No. 1

The Articles of Association of the Company are proposed to be amended to incorporate relevant/key provisions of the Shareholders' Agreement dated 08 November 2024 executed by and amongst the Company, Twin Star Overseas Limited, South Asia Growth Fund III Holdings, LLC, South Asia EBT Trust III and Volrado Venture Partners Fund III – Beta, acting through its trustee, Real Trustee Advisory Company Private Limited.

Pursuant to the provisions of Section 14 of the Companies Act, 2013 (the "Act") read with the Companies (Incorporation) Rules 2014, alteration of the Articles of Association of the Company requires approval of the Members/Shareholders of the Company by way of Special Resolution at a general meeting of the Company or by way of postal ballot.

The Board of Directors ("Board") of the Company on 12 December 2024 have recommended the adoption and substitution of the existing Articles of Association of the Company with amended and restated Articles of Association as set out in Item no. 1 of this Notice, subject to approval of the Members/Shareholders of the Company. The Board commends the Special Resolution as set out in Item no. 1 of the Notice for approval of the Members/Shareholders of the Company.

As per Section 102(3) of the Act, the Amended and Restated Articles of Association of the Company will be available for inspection by the Members/ Shareholders of the Company electronically on all working days (except Saturdays, Sundays and Holidays) up to the end date of voting. The Members/Shareholders seeking to inspect such documents can send an email to secretarial.grid@sterlite.com.

None of the Directors or the Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 2

Pursuant to the terms of the Shareholders' Agreement dated 08 November 2024 executed by and amongst the Company, Twin Star Overseas Limited, South Asia Growth Fund III Holdings, LLC, South Asia EBT Trust III and Volrado Venture Partners Fund III – Beta, acting through its trustee, Real Trustee Advisory Company Private Limited, South Asia Growth Fund III Holdings, LLC/South Asia EBT Trust III has nominated Mr. Alipt Sharma (DIN: 03128439), and the Company proposes to appoint him as a Nominee Director (Non-Executive, Non-Independent Director) of the Company with effect from 12 December 2024.

The Nomination and Remuneration Committee had recommended and the Board of Directors had approved the appointment of Mr. Alipt Sharma (DIN: 03128439), as a Nominee Director (Non-Executive, Non-Independent

Director) (Additional) on 12 December 2024, subject to the approval of the Members/ Shareholders of the Company.

Information pursuant to the Secretarial Standard on General Meetings (SS-2):

Name	Mr. Alipt Sharma
Director Identification Number	03128439
Age	48 years
Qualification	Mr. Sharma received a B.A. in Economics from Shri Ram College of Commerce, Delhi University, and an MBA from the Indian School of Business. He is also a Chartered Accountant.
Experience	Mr. Sharma is a Partner at GEF Capital and has been a senior team member of the South Asia platform ever since GEF Capital set up base in India. Prior to joining GEF, Mr. Sharma was a member of the investment team at AMP Capital Investors (AMP) focusing on infrastructure investments in India. Prior to joining AMP, Mr. Sharma was an Investment Banker with Ambit Corporate Finance, a leading Indian investment bank, where he focused on acquisitions and private equity transactions across sectors. Mr. Sharma also spent seven years with Arthur Andersen and Ernst & Young, leading teams on consulting assignments for companies in the power and telecommunications sectors.
Terms and conditions of appointment	Appointment as a Nominee Director (Non-Executive, Non-Independent Director) of the Company with effect from 12 December 2024
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
Date of first appointment on the Board	12 December 2024
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related
Number of meetings of Board attended during the year	Not Applicable
Other directorships/ Membership/ Chairmanship of Committees of other boards	His present directorships are as follows: <ul style="list-style-type: none"> - ESDS Software Solution Limited - Rochem Separation Systems (India) Private Limited

Pursuant to the provisions of the Companies Act 2013, consent of the Members/Shareholders is required for the aforesaid appointment. Accordingly, the Board of Directors commends the Ordinary Resolution as set out at Item no. 2 of this Postal Ballot Notice for approval of the Members/Shareholders of the Company.

A copy of the consent letter in Form DIR-2 provided by Mr. Aipt Sharma will be available for inspection by the Members/Shareholders of the Company electronically on all working days (except Saturdays, Sundays and Holidays) up to the end date of voting. The Members/Shareholders seeking to inspect such documents can send an email to secretarial.grid@sterlite.com.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except Mr. Aipt Sharma who may be deemed to be interested to the extent of his proposed candidature as a director of the Company.

Item No. 3

The existing Dividend Policy of the Company has been effective since 07 August 2021. Currently, the Company has only one class of equity shares. Your Company has now issued CCPS (Compulsorily Convertible Preference Shares) on December 12, 2024. Accordingly, the Company also proposes to amend its existing Dividend Policy to enable the CCPS holders to participate in the dividend distribution of the Company. The Board on 12 December 2024 had approved the amendments in the existing Dividend Policy of the Company, subject to the approval of the Members/Shareholders of the Company. The Board commends the Ordinary Resolution set out in Item no. 3 of this Postal Ballot Notice for approval of the Members/Shareholders of the Company.

As per Section 102(3) of the Companies Act 2013, the Dividend Policy as amended will be available for inspection by the Members/Shareholders of the Company electronically on all working days (except Saturdays, Sundays and Holidays) up to the end date of voting. The Members/Shareholders seeking to inspect such documents can send an email to secretarial.grid@sterlite.com.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 4

The Members/Shareholders are apprised that the Board of Directors of the Company vide resolution dated December 03, 2024, *(subject to the approval of the Members/Shareholders of the Company, Ministry of Corporate Affairs, concerned Registrar of Companies and/or such other concerned authorities/department/office as may be necessary)*, had accorded its approval for the proposal of change the name of the Company from its existing name 'Sterlite Power Transmission Limited' to "Sterlite Electric Limited" or such other name with suffix Sterlite Electric, as may be made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs under applicable provisions of the Companies Act, 2013. The Board of Directors thereafter on December 12, 2024, also approved the alteration of the Memorandum of Association and the Articles of Association of the Company to reflect such change of name of the Company, subject to such name being made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs.

Rationale for the proposed name change

New brand identity - In organisational transformation, a brand name should embody both, the heritage of yesterday and the blueprint for tomorrow. Post demerger of transmission and solutions businesses, the decision to christen the latter to 'Sterlite Electric Limited', reflects this delicate balance.

Legacy and Brand Equity - Sterlite Power Transmission Limited, has established itself as a pioneer in the power transmission sector. Over these years, the Company has built substantial brand equity and stakeholder trust through innovative solutions and reliable service. The Sterlite name has become synonymous with reliability, innovation, and excellence in the industry.

Strategic Demerger and Brand Evolution - The demerger of Sterlite Power represents a significant milestone that creates two focused entities. Retaining 'Sterlite' in our solutions business name leverages our established market presence, while the addition of 'Electric' clearly defines our specialized focus and future direction.

Category Leadership and Solution Focus - 'Sterlite Electric' strategically communicates the core expertise of the Company in the capital goods sector of the transmission industry. As a comprehensive solutions provider, the Company helps power utilities tackle network congestion challenges through innovative approaches that upgrade and up-rate corridor intensity. The Company's expertise spans system design, application engineering, complete EPC solutions, project management, commissioning and lifecycle services.

Your Board of directors is of the view that this new identity shall create a strong foundation for future growth, combining the established credibility of the Company with a clear category leadership in electrical infrastructure solutions.

Further, a copy of the draft amended Memorandum of Association and Articles of Association of the Company (*post giving effect to the Amended and Restated Articles of Association of the Company as contained at Item No. 1 of this Postal Ballot Notice*) shall be available for inspection to the Members/Shareholders of the Company electronically on all working days (except Saturdays, Sundays and Holidays) up to the end date of voting. The proposed change of name of the Company and consequent amendment in the Memorandum and Articles of Association shall, however, be subject to the name "Sterlite Electric Limited" or such other name with prefix Sterlite Electric, as made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, etc., The Members/Shareholders seeking to inspect such documents can send an email to secretarial.grid@sterlite.com.

Pursuant to the provisions of Section 13 and 14 of Companies Act, 2013, amendment of Memorandum and Articles of Association for change of name of the Company requires approval of Members/Shareholders by way of Special Resolution.

None of the Directors or the Key Managerial Personnel of the Company or any of their relatives is, in anyway, concerned or interested, financially or otherwise, in the proposed resolution.

The Board commends the resolutions set out at Item No. 4 to the Members/Shareholders for their approval by way of Special Resolution.

By Order of the Board of Directors
For **Sterlite Power Transmission Limited**

Sd/-
Ashok Ganesan
Company Secretary
FCS-5190
Date: December 26, 2024
Place: Gurugram

A. NOTES

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the proposal set out in Item no. 1 to 4 is annexed with this Postal Ballot Notice.
2. The Postal Ballot Notice is being sent to the Members/Shareholders of the Company whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories as on **Friday, December 20, 2024** (“cut-off date”).
3. The Company has engaged the services of the Link Intime India Private Limited (“**Link Intime**”) to provide the facility of remote e-voting.
4. The Voting facility will be available during the following period:

EVEN	Commencement of voting	End of voting
	Friday, December 27, 2024, 09:00 Hours IST.	Saturday, January 25, 2025, 17:00 Hours IST

5. In line with the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to those Members/Shareholders whose e-mail addresses are registered with the Company/Depositories. The Members/Shareholders may please note that the Postal Ballot Notice will also be available on the Company’s website at <https://www.sterlitepower.com/downloads>, and on the website of Link Intime at <https://instavote.linkintime.co.in>.
6. In accordance with the provisions of the MCA Circulars, the Equity Shareholders can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to the Members/Shareholders for this Postal Ballot. The Members/Shareholders whose names appear on the Register of Members/List of Beneficial Owners as on the cut-off date, will be considered for the purpose of voting. Further, the Preference Shareholders’ can vote through Ballot paper, on the resolutions placed before the Company which directly affect the rights attached to the preference shares.
7. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the shareholders. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of the shareholders as on the cut-off date. A person who is not a Member/Shareholder on the relevant date should treat this notice for information purpose only. Provided that the proportion of the voting rights of equity shareholders to the voting rights of the preference shareholders shall be in the same proportion as the paid-up capital in respect of the equity shares bears to the paid-up capital in respect of the preference shares.
8. The Members/Shareholders holding shares in electronic form can verify/update their email address and mobile number with their respective Depository Participants. Members/Shareholders can also temporarily update their email address and mobile number with Link Intime, by following the procedure given below:

- i. Visit the link <https://instavote.linkintime.co.in>. Select the company name: STERLITE POWER TRANSMISSION LIMITED
- ii. Enter DPID Client ID (in case shares are held in electronic form)/Physical Folio No. (in case shares are held in physical form) and Permanent Account Number (“**PAN**”).
- iii. In case of shares which are held in physical form, if PAN is not available in the records, please enter any one of the Share Certificate No. in respect of the shares held by you.
- iv. Enter the email address and mobile number.
- v. System will check the authenticity of the DPID Client ID/Physical Folio No. and PAN / Share Certificate No., as the case may be and send the OTPs to the said mobile number and email address, for validation.
- vi. Enter the OTPs received by SMS and Email to complete the validation process (Please note that the OTPs will be valid for 5 minutes only).
- vii. In case the shares are held in physical form and PAN is not available, the system will prompt you to upload the self-attested copy of your PAN.
- viii. System will confirm the email address for the limited purpose of serving the Postal Ballot Notice and the remote e-voting instructions along with the User ID and Password.

Alternatively, the Members/Shareholders may send an email request to enotices@linkintime.co.in along with the scanned copy of their request letter duly signed by the 1st member, providing the email address, mobile number, self-attested copy of PAN and Client Master copy in case shares are held in electronic form or copy of the share certificate, in case shares are held in physical form, to enable Link Intime to temporarily register their email address and mobile number, and thereafter to issue the Postal Ballot Notice and the remote e-voting instructions along with the User ID and Password, through electronic mode. However, the Members/Shareholders holding shares in electronic form, will have to once again register their email address and mobile number with their Depository Participants, to permanently update the said information.

In case of any queries in this regard, the Members/ Shareholders are requested to write to enotices@linkintime.co.in or contact LINK INTIME at toll free number: +91-022-4918 6000.

9. Resolutions passed by the Members/Shareholders through postal ballot are deemed to have been passed, as if they have been passed at a General Meeting of the Members/Shareholders and if passed by the requisite majority, shall be deemed to have been passed on **Saturday, January 25, 2025**, i.e., the last date specified for receipt of votes through the voting process.
10. In compliance with Sections 108 and 110 of the Act and the rules made thereunder and the MCA Circulars, the Company has provided the facility to the Equity Shareholders to exercise their votes electronically and vote on the resolutions through the remote e-voting service facility arranged by Link Intime. The instructions for remote e-voting are provided as part of this Postal Ballot Notice.

11. The Equity Shareholders desiring to exercise their vote through the remote e-voting process are requested to read the instructions in the Notes under the section “General information and instructions relating to remote e-voting” in this Postal Ballot Notice. The Members/Shareholders are requested to cast their vote not later than 17:00 Hours IST on **Saturday, January 25, 2025**, failing which it will be strictly considered that no vote has been received from the Member/Shareholder.
12. The Scrutinizer will submit her report to the Chairman or to such other person as may be authorized by the Chairman, after the completion of scrutiny, and the result of the voting by postal ballot through the voting process will be announced, on or before **Saturday, February 01, 2025**, and will also be displayed on the website of the Company (<https://www.sterlitepower.com/downloads>) and Link Intime at <https://instavote.linkintime.co.in>. The result shall also be placed at the Registered Office and the Corporate Office of the Company.
13. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the voting process. The Members/Shareholders seeking to inspect such documents can send an email to secretarial.grid@sterlite.com.

B. GENERAL INFORMATION AND INSTRUCTIONS RELATING TO REMOTE E-VOTING INSTRUCTIONS

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

1. Login method for Individual shareholders holding securities in demat mode is given below:

a. Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter User ID and password. Post successful authentication, click on “Access to e-voting”.
- c) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>”
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on “Access to e-voting”.

- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nsdl.com/>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

b. Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – If registered with CDSL Easi/Easiest facility

Users who have registered for CDSL Easi/Easiest facility.

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com.
- b) Click on New System Myeasi
- c) Login with User ID and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users who have not registered for CDSL Easi/Easiest facility.

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user will be able to see e-voting menu.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

- e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

c. Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through “e-voting” tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

d. Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for remote e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID:

Individual Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Non-individual Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Non-individual Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

****Non-individual** Shareholders holding shares in **demat form**, shall provide ‘D’ above*

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - ▶ Click “confirm” (Your password is now generated).
3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
 4. Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
4. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘No’ and accordingly modify your vote.

e. Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. (b) above). The said form is to be signed by the Authorized Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organization ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’ -
 - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
 - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
 - b. ‘Investor’s Name - Enter full name of the entity.
 - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.

- d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select '**View**' icon for '**Company's Name / Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

f. Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33

g. Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholder is having valid email address, Password will be sent to his / her registered e-mail address. Shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- o Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholder is having valid email address, Password will be sent to his / her registered e-mail address. Shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

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