



Suyog Telematics Limited

CIN: L32109MH1995PLC091107

Regd. Office: 41, Suyog Industrial Estate, 1st Floor, LBS Marg, Vikhroli West, Mumbai Maharashtra 400083 – India

T.: +91-22-25795516, **F.:** +91-22-25778029, **Email ID:** investor@suyogtelematics.co.in,

Website: www.suyogtelematics.co.in

Name of the member including joint holder(s), if any :

Registered address of the sole / first named member :

DP ID & Client ID No./Folio No. (Folio No. Applicable only in case of physical shares) :

No. of shares held :

EVSN No. :

Dear Member(s),

Sub: Voting through electronic means

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations), Suyog Telematics Limited (the Company) is pleased to provide remote e-voting (e-voting) facility to its members to exercise their right to vote on resolutions proposed to be passed in the Twenty Third (23rd) Annual General Meeting (AGM) of the Company scheduled to be held on Monday, September 24, 2018 at 11:00 a.m. (IST) at Ground Floor, Powai Plaza, Opposite Pizza Hut, Hiranandani, Powai, Mumbai, Maharashtra-400076, India.

The Company has engaged **Karvy Computershare Private Limited** (Karvy) as the authorized agency to provide e-voting facility. The particulars of e-voting are as follows:

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

The remote e-voting facility will be available during the following voting period:

Commencement of e – voting	From 9.00 a.m. (IST) on Friday, September 21, 2018
End of e – voting	Up to 5.00 p.m. (IST) on Sunday, September 23, 2018

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.

The cut-off date for the purpose of e-voting and voting at the Twenty Third (23rd) Annual General Meeting shall be Monday, September 17, 2018. The person who is not a member / beneficial owner on the cut-off date should treat this notice for information purpose only.

This communication is an integral part of the Notice of the AGM dated August 10, 2018 for the Twenty Third (23rd) Annual General Meeting scheduled to be held on September 24, 2018. Please read the instructions printed overleaf before exercising your vote.

The Notice of the 23rd Annual General Meeting and this communication are also available on the website of the Company at www.suyogtelematics.co.in.

Place : Mumbai

Date : August 10, 2018

Rahul Kapur
Company Secretary & Compliance Officer

ACS: 52093

The instructions for shareholders voting electronically are as under:

1. In case a member receives an email from Karvy (for members whose email ids are registered with the Company / Depository Participants(s)):
 - a) Launch internet browser by typing the URL: <https://evoting.karvy.com>.
 - b) Enter the login credentials (i.e. User id and password mentioned overleaf). Your Folio No. / DP ID / Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - c) After entering these details appropriately, click on "LOGIN".
 - d) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and one special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and take utmost care to keep your password confidential.

- e) You need to login again with the new credentials.
 - f) On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Suyog Telematics Limited.
 - g) On the voting page enter the number of shares (which represents the number of votes) as on the cut-off Date under each of the heading of the resolution and cast your vote by choosing the "FOR /AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR /AGAINST" taken together shall not exceed your total shareholding as mentioned overleaf. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head. Option "FOR" implies assent to the resolution and "AGAINST" implies dissent to the resolution.
 - h) You may then cast your vote by selecting an appropriate option and click on "Submit".
 - i) Members holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
 - j) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - k) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - l) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution /Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail harishchawla@corp-nexus.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."
2. In case a member receives physical copy of the Annual General Meeting Notice by post (for members whose email Ids are not registered with the Company/ Depository Participant(s)):
 - a) User ID and initial password are provided overleaf.
 - b) Please follow all steps from Sr. No. (a) to (l) as mentioned in (1) above, to cast your vote.
 3. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
 4. The Board has appointed Mr. Harish Chawla, Company Secretary in practice, New Delhi (C.P. No. 15492) failing him Mr. Abhishek Lamba, Company Secretary in Practice, New Delhi (C.P. No. 13754) as a Scrutinizer to scrutinize the physical voting at the AGM and e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for same purpose.
 5. In case of any query and / or grievance, pertaining to e-voting, please visit Help & FAQ's section available at Karvy's website <https://evoting.karvy.com> or contact Mr. Ramesh Desai of Karvy Computershare Private Limited, Karvy Selenium, Tower B, Plot number 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad — 500032 or evoting@karvy.com or phone number 040-67161528 or call Karvy's toll free No. 1-800-34-54-001 for any further clarifications.
 6. The facility for ballot / polling paper / e-voting shall be made available at the venue of the Annual General Meeting and the members attending AGM who have not cast their vote by remote e-voting shall be able to vote at the AGM through ballot / polling paper/ e-voting.
 7. The members who have cast their vote by remote e-voting may also attend AGM, but shall not be entitled to cast their vote again.
 8. The voting rights of the members for e-voting shall be in proportion to the paid up value of their shares in the equity share capital of the Company as on the cut-off date i.e. Monday, September 17, 2018.
 9. Person(s), whose names are recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Monday, September 17, 2018 only shall be entitled to avail the facility of remote e-voting / physical voting at the AGM. The person who is not a member/ beneficial owner on the cut-off date should treat this notice for information purpose only.
 10. Any person who becomes member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. Monday, September 17, 2018 may obtain the User Id and password by in the manner as mentioned below :
 - a) If the mobile number of the member is registered against shares held in demat form, the member may send SMS: MYEPWD<space> DPI D Client ID to +91-9212993399
Example for NSDL: MYEPWD<SPACE>IN12345612345678
Example for CDSL: MYEPWD<SPACE>1402345612345678
 - b) If the mobile number of the member is registered against shares held in physical form, the members may send SMS: MYEPWD<space>Event number + Folio No to 9212993399.
Example for Physical: MYEPWD<SPACE>)000(1234567890
 - c) Member may Call Karvy's Toll free number 1-800-3454-001
 - d) Member may send an e-mail request to evoting@karvy.com

If the member is already registered with Karvy for e-voting, he can use his existing User ID and Password for casting the vote through e-voting. However, Karvy shall endeavor to send User ID and Password to those new members whose mail ids are available.
 11. The Scrutinizer shall immediately after the conclusion of the voting at the Annual General Meeting, first count the votes cast at the AGM thereafter unblock the votes cast through remote e-voting in the presence of atleast two (2) witnesses not in the employment of the Company. The Scrutinizer thereafter shall submit his Report to the Chairman after completion of his scrutiny. The result of the voting will be announced within Forty Eight (48) hours after the conclusion of the meeting at the Corporate and Registered office of the Company i.e. 41, Suyog Industrial Estate, 1st Floor, LBS Marg, Vikhroli West, Mumbai Maharashtra 400083 – India.
 12. The Results declared along with the Consolidated Scrutinizer's Report(s) will be available on the website of the Company (www.suyogtelematics.co.in) and on Karvy's website (<https://evoting.karvy.com>). The results shall be communicated to the Stock Exchange where the securities of the Company are listed viz. BSE Limited.