

MELSTAR INFORMATION TECHNOLOGIES LIMITED  
CIN-L99999MH1986PLC040604  
Regd. Off.: Melstar House, G-4, M.I.D.C. Cross Road "A",  
Andheri East, Mumbai – 400 093

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the Company will be held at 09.00 a.m. on Saturday, the 26<sup>th</sup> November, 2016 at G-4, Melstar House M.I.D.C. Cross Road "A" Andheri (East) Mumbai-400093 to transact the Ordinary and Special Businesses mentioned in the Notice to Shareholders of the Company.

ANNUAL GENERAL MEETING	POSTAL BALLOT
<p>Pursuant to Section 91 of the Companies Act, 2013, read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, the Register of members and Share Transfer Books of the Company will be closed from 19<sup>th</sup> November, 2016 to 26<sup>th</sup> November, 2016 (both days inclusive) for the purpose of 29th Annual General Meeting of the Company.</p>	<p>Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014, as amended, and other applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company proposes to pass certain resolutions through Postal Ballot as set out in the Postal Ballot Notice dated 29<sup>th</sup> September, 2016, which also includes voting by electronic means.</p>
<p>Pursuant to Section 108 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 Obligation and Disclosures Requirements) Regulations, 2015:</p> <ul style="list-style-type: none"> <li>(i) The shareholders may cast vote electronically in respect of the business stated in the AGM Notice. The Company has made arrangements with the National Securities Depository Ltd (NSDL) to facilitate e- votings</li> <li>(ii) Date of Completion of dispatch of Notice of Annual General Meeting by 28<sup>th</sup> October, 2016.</li> <li>(iii) Date and time of Commencement of voting through electronic means on from 23<sup>rd</sup> November ,2016 (9:00 AM) and ends 25<sup>th</sup> November on (5:00 PM)</li> <li>(iv) Members please note that voting would not be allowed beyond the aforesaid date and time.</li> </ul>	<p>(v) Electronic copies of the Postal Ballot &amp; Ballot Form of the Companies have been sent to all the Members whose e-mails ID's are registered with the Company/ Depository Participant(s) and physical copies to all other Members at their registered address in the permitted mode. Date of Completion of dispatch of Notice of Postal Ballot by 28<sup>th</sup> October, 2016. Postal Ballot Notice is also available at the Company's website <a href="http://www.melstar.com">www.melstar.com</a></p>
<p>The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.</p>	<p>A member may exercise voting either by physical ballot or e-voting. For casting the vote members are required to read carefully the instructions mentioned in the Notice and printed overleaf in the Postal Ballot Form. Members are requested to note that the voting process through Postal Ballot and by electronic mode will commence from 30<sup>th</sup> October, 2016 at 09.00 a.m. and end at 28<sup>th</sup> November, 2016 at 05:00 pm. Members may please return the Postal Ballot Form duly completed in all respects in the self addressed, postage prepaid reply envelope enclosed along with the Notice so as to reach in the scrutinizer on or before 05:00 P.M. on 28<sup>th</sup> November, 2016. Postal Ballot Form received after that date will be strictly treated as if reply from such member has not been received and will stand as invalid and voting by electronic means shall not be allowed beyond the said time and date. The voting right of the Members/ beneficial owners shall be reckoned as on the cuff-off date i.e 21<sup>st</sup> October, 2016.</p>

	Members who do not receive the Postal Ballot Form may apply to the Company and obtain a duplicate thereof.
	The scrutinizer will submit his report to the Chairman of the Company or to any other Director authorized by the Board after completion of the scrutiny of the voting received through electronic and physical modes. The results of the voting by Postal Ballot will be announced by the Chairman of the Company or by any other Director authorized by the Board on 29 <sup>th</sup> November, 2016 at the Registered office of the Company and Corporate office of the Company. The results along with Scrutinizer's Report will be displayed at the website of the Company <a href="http://www.melstar.com">www.melstar.com</a> as well as on the website of NSDL. The results will also be communicated to the stock exchange where the shares of the Company are listed.
	In case of any queries regarding e-voting, you may refer the Frequently Asked Questions (FAQs) and e-voting manual available at the NSDL WEBSITE at <a href="http://www.evoting@nsdl.co.in">www.evoting@nsdl.co.in</a> Further questions relating to e-voting or resolutions proposed to be passes by Postal Ballot form, may be addressed to email: <a href="mailto:anil@melstar.com">anil@melstar.com</a> And phone no. +91 (22)-4056 6411/464

- i) Notice of the meeting can be viewed on the Company's website <http://www.melstar.com> or at [www.nsdlindia.com/](http://www.nsdlindia.com/) and may also be accessed on the Stock Exchange websites at <http://www.bseindia.com> and <http://www.nseindia.com>.
- ii) Any query/grievance connected with the voting by electronic means may be addressed to [evoting@nsdlindia.co.in](mailto:evoting@nsdlindia.co.in) and toll free No. 1800222080 or contact Chief Financial Officer: Mr. Anil Korpe on his email id: [anil@melstar.com](mailto:anil@melstar.com)

By order of the Board of Directors  
For MELSTAR INFORMATION TECHNOLOGIES LIMITED  
Sd/-  
ANIL KORPE  
CHIEF FINANCIAL OFFICER

Place: Mumbai  
Date: 29.10.2016