

## INSTRUCTIONS AND PROCEDURES FOR E-VOTING

In case a Member receives the Notice of AGM by an email from our R&T agent M/s Link Intime India Private Limited [for members whose email IDs are registered with the company /Depository Participants(s)] or wishes to vote through electronic mode despite receiving the Notice of AGM by post:

1. To use the following Website for e-voting:  
[www.evotingindia.com](http://www.evotingindia.com)
2. Click on "Shareholders" tab.
3. Enter the login credentials i.e user id in the manner mentioned hereinbelow:

User ID
<p><b>For Members holding shares in Demat form:</b></p> <p>a. For NSDL: 8 character DP ID followed by 8 digits Client ID</p> <p>b. For CDSL: 16 digits Beneficiary ID/ Client ID</p> <p><b>For Member holding shares in Physical form:</b> Folio No. registered with the company.</p>

4. Next Enter the Image Verification as displayed and Click on Login.
5. 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"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</li> <li>• In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li> </ul>
DOB#	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>• # Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.</li> </ul>

6. After entering the details appropriately, click on SUMBIT tab.
7. Shareholder(s) holding shares in physical form will then directly reach the Company selection screen. However, Shareholder(s) holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password (as per their own choice) in the new password field. If the shareholder(s) are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and have voted earlier on any resolution of any company, then their existing password is to be used. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
8. You need to login again with new credentials, if any.
9. On successful login, the system will prompt you to select the EVSN i.e Sheraton Properties & Finance Limited.
10. On the voting page, enter the number of shares held by you (If not mentioned on the e-voting page) as on the cut-off date (which represent the number of votes) under "FOR/AGAINST" or alternatively, you may partly enter any number in "FOR" and partly any number in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding. If the member does not indicate either "FOR" or "AGAINST" for any resolution; it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
11. Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.
12. Cast your vote by selecting an appropriate option and click on SUMBIT. 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, shareholders can login any number of times till they have voted on the resolution(s).
13. Note for Non – Individual Shareholders and Custodians/Institutional Shareholders
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://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](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details they have to create a compliance user which 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](mailto: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.
14. Kindly note that once you have cast your vote, you cannot modify it subsequently or vote on poll at the Annual General Meeting. However, you can attend the meeting and participate in the discussion, if any.
  15. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
  16. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting manual at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  17. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  18. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this AGM Notice and they should follow all steps from Sr. No. 1 to 16 stated hereinabove to cast their vote.
  19. E-voting period starts from 26<sup>th</sup> September, 2014 at 9.00 a.m and ends on the same day viz. 26<sup>th</sup> September, 2014 at 6.00 p.m; during which the e-voting module/portal will remain open and thereafter the e-voting modules/portal will be disabled for voting by members. During this period shareholders’ of the company, holding shares either in physical form or in dematerialized form, as on the close of business hours on the cut-off date or record date viz 19<sup>th</sup> September, 2014 are eligible to cast their vote electronically in proportion to their holding of paid up equity shares of the Company.
  20. Mr. Himanshu Kamdar, Company Secretary (Membership No. 5171) and partner of M/s Rathi & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  21. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the company and make a Scrutinizer’s

Report of the votes cast in favour or against to the resolution(s), if any, forthwith to the Chairman of the company.

22. The Results shall be declared on or after the AGM of the company. The results declared along with the Scrutinizer's Report shall be placed on the company's website [www.sheratonproperties.net](http://www.sheratonproperties.net) and on the website of Link Intime India Private Limited/CDSL within(2) days of passing of the resolution at the AGM of the company and communicated to Bombay Stock Exchange Limited.