

FARM ENTERPRISES LIMITED

Regd Office: B-4, MIDC Industrial Area, Near Rasayani Police Station, Patalganga, Rasayani - 410220.

Tel No.: 022-40613171, E-mail Id: hetal.rathod@servicesnext.com, Website: www.fel.org.in

CIN: U01100MH1999PLC244851

Folio No./ DP ID / Client ID:

Name:

Address:

Joint-holder(s):

Number of equity share(s) held:

Dear Member,

Sub: Voting through electronic means

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended Farm Enterprises Limited (“FEL” or “the Company”) is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Sixteenth Annual General Meeting, scheduled to be held on Thursday, 31st December, 2015 at 12.00 noon by electronic means (‘remote e-voting’).

The Company has engaged the services of Karvy Computershare Private Limited (“KCPL” or “Karvy”) as the Agency to provide e-voting facilities. The remote e-voting particulars are set out below:

EVEN (E-Voting Event Number)	User ID	Password

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

Commencement of remote e-voting : From 9.00 a.m. (IST) on 27th December, 2015

End of remote e-voting : Up to 5.00 p.m. (IST) on 30th December, 2015

The remote e-voting facility 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 remote e-voting and voting at the Annual General Meeting is 24th December, 2015.

This Communication forms an integral part of the Notice dated 30th November, 2015 for the Sixteenth Annual General Meeting scheduled to be held on 31st December, 2015, which has been mailed to you along with the Annual Report for the financial year 2014-15 of the Company. **A copy of the said Notice is sent herewith for reference. Please read the instructions printed overleaf before exercising the vote.**

The Notice of the Sixteenth Annual General Meeting and this Communication are also available on the website of the Company at www.fel.org.in.

Yours faithfully,
For Farm Enterprises Limited,

Hetal Rathod
Assistant Company Secretary

Mumbai

November 30, 2015

Instructions and other information relating to remote e-voting are as under:

1. **A. In case a member receives an e-mail from Karvy** [for members whose e-mail addresses are registered with the Company / Depository Participant(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). The E-Voting Event Number+Folio No. or 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. If required, please visit <https://evoting.karvy.com> or contact toll free number 1-800-3454-001 for your existing password.
 - (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 (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail addresses, 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 that you 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 for Farm Enterprises Limited
 - (g) On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under “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 should not exceed your total shareholding as on cut-off date. You may also choose the option “ABSTAIN” and the shares held will not be counted under either head.
 - (h) Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
 - (i) 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.
 - (j) You may then cast your vote by selecting an appropriate option and click on “Submit”.
 - (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 / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: fel.scrutinizer@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format “Corporate Name_EVENT NO.”
2. **B. In case a member receives physical copy of the Notice by Post** [for members whose e-mail addresses are not registered with the Company / Depository Participant(s)]:
 - (a) **User ID and initial password** - As mentioned overleaf.
 - (b) Please follow all steps from Sr. No. (a) to (l) as mentioned in (A) 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 vote again.**
4. The facility for voting through electronic voting system (**‘Insta Poll’**) shall be made available at the Annual General Meeting (the “Meeting”) and the members attending the Meeting who have **not** cast their vote by remote e-voting shall be able to vote at the Meeting through ‘Insta Poll’.
5. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
6. The Board of Directors of the Company has appointed Shri Anil Lohia, a Practicing Chartered Accountant, Partner, M/s. Dayal & Lohia, Mumbai as a Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.
7. **Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 24th December, 2015.**
8. **A person, whose name is 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. 24th December, 2015 only shall be entitled to avail the facility of remote e-voting / Insta Poll.**
9. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 24th December, 2015, may obtain the User ID and password in the manner as mentioned below:
 - a) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS : **MYEPWD** <space> E-Voting Event Number+Folio No. or DP ID Client ID to **9212993399**
Example for NSDL: MYEPWD <SPACE> IN12345612345678
Example for CDSL : MYEPWD <SPACE> 1402345612345678
Example for Physical : MYEPWD <SPACE> XXXX1234567890
 - b) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - c) Member may call Karvy’s toll free number 1-800-3454-001
 - d) Member may send an e-mail request to evoting.fel@karvy.com.If the member is already registered with Karvy e-voting platform then he can use his existing User ID and password for casting the vote through remote e-voting.
10. **Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e. 31st December, 2015.**
11. In case of any query pertaining to e-voting, please visit Help & FAQ’s section available at Karvy’s website: <https://evoting.karvy.com>.
12. The Scrutinizer, after scrutinising the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer’s report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer’s report shall be placed on the website of the Company www.fel.org.in and on the website of Karvy <https://evoting.karvy.com>.