



PTC India Limited

CIN: L40105DL1999PLC099328

Registered Office: 2nd Floor, NBCC Tower, 15, Bhikaji Cama Place, New Delhi - 110066

Phone: 011-4159100, 41659500, 4648400, Fax: 011-41659144

Website: www.ptcindia.com, E-mail: info@ptcindia.com

NOTICE

NOTICE is hereby given that the 19th Annual General Meeting (19th AGM) of the Members of PTC India Ltd will be held on Thursday, 20th day of September 2018 at 12:30 P.M. at Dr. SRKVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Gurgaon Road Delhi Cantt, New Delhi- 110010 to transact the businesses as set out in Notice of 19th AGM.

The copy of Annual Report for FY 2017-18 containing Balance Sheet, Profit and Loss Account, Directors' Report, Auditors' Report, full text of notice of 19th AGM which inter alia contains the process and manner of e-voting, Proxy form and attendance slip, etc. along with procedure for EVSN (Electronic Voting Sequence Number), User Id and Password is being e-mailed to all shareholders whose e-mail ids are available as a part of green initiative measures and for shareholders whose e-mail ids are not available, Physical copies of the same have been dispatched to them at their registered addresses by post. The Notice together with the Annual Report has been transmitted/ dispatched by August 25, 2018.

Pursuant to Section 91 of Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Register of Members and Share Transfer Books of the Company will remain closed from August, 31, 2018 (Friday) to September 20, 2018 (Thursday) (both days inclusive) and the record date will be August, 30, 2018 (closing hours) for ascertaining the name of members entitled to the payment of dividend for the financial year 2017-18, if declared, at the forthcoming AGM.

The final dividend on equity shares, as recommended by the Board of Directors, subject to the provisions of Section 126 of the Companies Act, 2013, if declared by the Members at the 19th AGM, will be paid/ dispatched within 30 days from the date of 19th AGM to eligible Members.

Pursuant to the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 108 of the Companies Act, 2013, read with relevant Rules made thereunder as amended, the Company is pleased to provide to its Members the facility to exercise their right to vote by electronic means to be called as remote e-voting. The Company has entered in to an arrangement with M/s. National Securities Depository Limited (NSDL) for facilitating remote e-voting. The remote e-voting on the resolutions to be passed at the said AGM of the Company shall begin on September 17, 2018 at 09:00 A.M. and ends on September 19, 2018 at 05:00 P.M. During this period members of the Company holding shares either in physical form or Dematerialized form, as on the cut-off date of September 13, 2018, may cast their vote electronically. The e-voting module shall be disabled for voting after 5:00 p.m. on September 19, 2018. At the end of the Remote e-voting period, the facility shall forthwith be blocked. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The instructions for remote e-voting are given in the aforesaid Notice.

Any person who acquires shares of the Company and become member of the Company after dispatch of the 19th AGM notice and holding shares as on the cut-off date i.e. September 13, 2018 (closing hours), may obtain login ID and password by following the procedure as mentioned in the aforesaid Notice or by sending a request at evoting@nsdl.co.in.

The copy of Notice of 19th AGM, Annual Report etc. is also available and can be downloaded from the Company's website www.ptcindia.com and on the website of NDSL i.e. <https://www.evoting.nsdl.com>. Members, who do not receive the Notice and the Annual Report, may download the same as above or may request for a copy of the same to the Company.

For queries or grievance regarding remote e-voting, please refer to the Frequently Asked Questions ("FAQs") for members and e-voting user manual is available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 under help section or write a mail to evoting@nsdl.co.in or write to Mr. Ajay Dalal, MCS Share Transfer Agent Ltd, F-65, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020, Ph: +91 11 41406149, E-mail: helpdeskdelhi@mcsregistrars.com or write to Mr. Rajiv Maheshwari, Company Secretary at registered office of the company (Contact No. 011-41595100) or send an email at cs@ptcindia.com.

The facility for voting through ballot paper shall be made available at the venue of 19th AGM and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

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 only shall be entitled to avail the facility of remote e-voting or voting at 19th AGM through ballot paper. A person who is not a member as on cut-off date should treat this notice for information purpose only.

Mr. Ashish Kapoor (Membership No: F-8002), Practicing Company Secretary has been appointed as Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

The resolutions, if passed by requisite majority shall be deemed to have been passed on the date of 19th AGM i.e. September 20, 2018.

By the order of the Board of Directors
For PTC India Ltd.

Sd/-
(Rajiv Maheshwari)
Company Secretary

F-4998

Place:-New Delhi

Date: - 28th August, 2018

2nd Floor, NBCC Tower, 15, Bhikaji Cama Place, New Delhi-110066