

## PTC India Financial Services Limited

CIN: L65999DL2006PLC153373

(A subsidiary of PTC India Limited)

Registered Office: 7th Floor, Telephone Exchange Building, 8 Bhikaji Cama Place, New Delhi - 110 066, India

Board: +91 11 26737300 / 26737400 Fax: 26737373 / 26737374

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

### Form No. MGT-12

### Polling paper

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21 (1) (c) of the Companies (Management and Administration) Rules, 2014]

### BALLOT PAPER

S. No.	Particulars	Details		
1.	Name of the First Shareholder			
2.	Postal Address			
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)			
4.	Class of Share			
I hereby exercise my vote in respect of Ordinary / Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:				
No	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
<b>Ordinary Businesses:</b>				
1.	To consider and adopt the (a) Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018, together with Board's Report, and report of Auditor's thereon and (b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 and report of Auditor's thereon.			
2.	To recommend dividend for the Financial Year 2017-18			
3.	To re-appoint Dr. Rajib Kumar Mishra (DIN: 06836268.) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment			
4.	Ratification of appointment of Statutory Auditor and fix their Remuneration in this regard			
<b>Special Businesses:</b>				
5.	To appoint Shri Naveen Kumar (DIN :00279627) as Whole-Time Director of the Company			
6.	To appoint Dr. Pawan Singh (DIN : 00044987) as Whole-Time Director of the Company			
7.	To appoint Shri ChinmoyGangopadhyay (DIN: 02271398) as Nominee Director			
8.	To appoint Shri Harun Rasid Khan (DIN: 07456806) as an Independent Director of the Company			
9.	To appoint Shri Kamlesh ShivjiVikamsey (DIN: 00059620) as an Independent Director of the Company			
10.	To appoint Shri Santosh Balachandran Nayar (DIN: 02175871) as an Independent Director of the Company			
11.	Issuance of Non-Convertible Debentures on private placement basis.			

Place:

Date:

(Signature of the Shareholder)

#### INSTRUCTIONS:

1. Members may fill up the Ballot Form printed and submit the same to the Scrutinizer, M/s. Ashish Kapoor & Associates, Practicing Company Secretary.
2. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
3. In case the member casts his votes through both the processes i.e., E-voting and Physical Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
4. The right of voting by Ballot Form shall not be exercised by a proxy.
5. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/ demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company i.e. MCS Share Transfer Agent Ltd Members are requested to keep the same updated.
6. The votes should be cast either in favour or against by putting the tick (/) mark in the column provided for asset or dissent. Postal Ballot Form bearing tick marks in both the columns will render the Postal Ballot Form invalid.
7. Voting rights shall be reckoned on the paid up value of the shares registered in the name(s) of the Member(s) / Beneficial Owner(s) on the date of dispatch of the Notice.
8. There will be only one Ballot Form for every Folio/ DP ID & Client ID irrespective of the number of joint members
9. In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholders. Ballot form signed by a joint shareholder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Ballot Form signed by other joint holders.
10. Where the Ballot Form has been signed by an authorized representative of the Body Corporate/ Trust/ Society etc., a certified copy of the relevant authorization/ Board Resolution to vote should accompany the ballot Form.
11. Instructions for e-voting procedure are available in the Notice of the Annual General Meeting. Please follow the steps for e-voting procedure as given in the Notice of AGM or as available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
12. The Date of declaration of the results of postal ballot shall be taken to be the date of Passing of the resolution.