

## NOTICE

NOTICE is hereby given that the 10th Annual General Meeting (10th AGM) of the Members of PTC India Financial Services Ltd. (PFS) will be held on Wednesday, 28th day of September, 2016 at 10:30 A.M. at Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi-110010 to transact the business as set out in Notice of 10th AGM.

The copy of Annual Report for FY 2015-16 containing Balance Sheet, Profit and Loss Account, Directors' Report, Auditors' Report, full text of notice of 10th AGM which inter alia contains the process and manner of e-voting, Proxy form and attendance slip, etc. along with 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 the same is dispatched to them. The Notice together with the Annual Report has been transmitted/ dispatched by 02nd September, 2016.

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 SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, that the Register of Members and Share Transfer Books of the Company will remain closed from 16th September 2016 (Friday) to 27th September 2016 (Tuesday) (both days inclusive) and the record date will be 15th September 2016 (closing hours) for ascertaining the name of members entitled to the payment of dividend for the financial year 2015-16, 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 10th AGM, will be paid/ dispatched within 30 days from the date of 10th AGM to those eligible Members.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosures 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. Karvy Computershare Pvt. Ltd. (Karvy) 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 25th September, 2016 at 9.00 a.m. and end on 27th September, 2016 at 5.00 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 21st September 2016, may cast their vote electronically. The e-voting module shall be disabled for voting after 5:00 p.m. on 27th September, 2016. At the end of 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 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 10th AGM notice and holding shares as on the cut-off date i.e. 21st September 2016 (closing hours), may obtain login ID and password by following the procedure as mentioned in the aforesaid Notice or by sending request at [evoting@karvy.com](mailto:evoting@karvy.com).

The copy of Notice of 10th AGM, Annual Report etc. is also available on the Company's website [www.ptcfinancial.com](http://www.ptcfinancial.com) and on the website of Karvy <https://evoting.karvy.com>.

For queries or grievance regarding remote e-voting, please refer to the Frequently Asked Questions ("FAQs") and remote e-voting manual available at <https://evoting.karvy.com> under help section or write a mail to [evoting@karvy.com](mailto:evoting@karvy.com) or write to Mr. Srikrishna Pemmaraju or Mr. Ravi Shankar Shukla Karvy Computershare Pvt. Ltd., Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 ; Telephone : 040-67162222 Fax: 040-23001153 Toll Free no.: 1800-345-4001. In case of difficulties members may also contact the undersigned at [complianceofficer@ptcfinancial.com](mailto:complianceofficer@ptcfinancial.com).

The facility for voting through ballot paper shall be made available at the venue of 10th 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 in the register of members or in the register of beneficial owners maintained by the depositories on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at 10th 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 10th AGM i.e. 28th September, 2016.

By the order of the Board of Directors  
For PTC India Financial Services Ltd

Place:-New Delhi

Date:- 06th September, 2016

Sd/-  
(Vishal Goyal)  
Company Secretary

CIN: L65999DL2006PLC153373

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

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

Website: [www.ptcfinancial.com](http://www.ptcfinancial.com), E-mail: [info@ptcfinancial.com](mailto:info@ptcfinancial.com)

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By the order of the Board of Directors  
For PTC India Financial Services Ltd

Sd/-

(Vishal Goyal)

Company Secretary

Place:-New Delhi

Date:- 06th September, 2016

CIN: L65999DL2006PLC153373

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

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

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