

# POWERLINKS TRANSMISSION LIMITED.

(A Joint Venture of **TATA POWER** & **POWERGRID**)  
An ISO-9001; ISO-14001 and OHSMS-18001 Certified Company



Notice is hereby given that the Sixteenth Annual General Meeting of the Powerlinks Transmission Limited will be held at shorter notice on Monday, the 4<sup>th</sup> day of September 2017 at 3.30 p.m. at 4<sup>th</sup> Floor, Conference Room, Power Grid Corporation of India Ltd, B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi- 110016 to transact the following business:

## Ordinary Business

1. To receive, consider and adopt the Audited Annual Accounts for the year ended 31<sup>st</sup> March, 2017 together with the report of Directors and Auditors thereon.
2. To declare Dividend for the financial year 2016-17.
3. To appoint a Director in place of Mr. Ajay Kapoor (DIN 00466631), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and for this purpose to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. S.R. Batliboi & Co. LLP, Chartered Accountant, (Firm Registration No. 301003E/E300005) be and is hereby appointed as the Statutory Auditors of the Company and to hold the office from the conclusion of this Sixteenth Annual General Meeting till the conclusion of Twenty first Annual General Meeting of the Company, subject to ratification as to the said appointment at every Annual General Meeting, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

## Special Business

### 5 Appointment of Ms. Novel Lavasa (DIN 07071993) as Independent Director

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of Sections 149 and Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications) or re-enactments thereof, Ms. Novel S Lavasa (DIN 07071993), who

#### **Registered & Corporate Office:**

10<sup>th</sup> Floor, DLF Tower A, District Centre Jasola, New Delhi 110025 Tel.: 91 11 45159500  
Fax: 91 11 45159555 Email: powerlinks@powerlinks.co.in Website: www.powerlinks.co.in  
CIN U40105DL2001PLC110714

qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company w.e.f 2<sup>nd</sup> May 2017, not liable to retire by rotation and to hold office for three (3) consecutive years for a term upto 1<sup>st</sup> May 2020.”

**RESOLVED THAT** pursuant to the provisions of Sections 149 and Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications) or re-enactments thereof, Ms. Novel S Lavasa (DIN 07071993), who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company w.e.f 2<sup>nd</sup> May 2017, not liable to retire by rotation and to hold office for three (3) consecutive years for a term upto 1<sup>st</sup> May 2020.”

## **6 Alteration of Memorandum of Association of the Company**

To consider and if thought fit, to pass the following resolution with or without modification as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), the Objects Clause of the Memorandum of Association of the Company be and is hereby altered to insert the following words:

In Clause no 2 under Main Objects to be pursued by the Company on its Incorporation,

after the words, financing, investigation, research, design and before the words "design and preparation of preliminary feasibility:

"project management consultancy, training"

## **7 Alteration of Articles of Association of the Company**

To consider and if thought fit, to pass the following resolution with or without modification as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), the Articles of Association of the Company be and are hereby altered as mentioned below:

1. To substitute the existing meaning of "Senior Lenders' in Article 1 Interpretation Clause - as

"Senior Lenders - Senior Lenders means the Existing Term Loan Lenders;

2. To insert the following Article as Article 113A after Clause 113:

The Debenture Trustee shall have a right to appoint a nominee director on the Board of the Company upon the occurrence of (a) two consecutive defaults in payment of the Interest to the Debenture holders; or (b) default in redemption of the Debentures on the Redemption Date or the Early Redemption Date, as the case may be. The term of the Nominee Director so appointed by the Debenture Trustee on the Board of the Company shall expire upon the satisfaction by the Company of the obligations."

**8 Adoption of New Set of Articles of Association of the Company**

To consider and if thought fit, to pass the following resolution with or without modification as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and rules issued thereunder, the Articles of Association of the Company be and are hereby altered by replacing all the existing regulations 1 to 171 with the new set of regulations 1 to 172, a copy of which is annexed to the explanatory statement, be and is hereby adopted as new regulations of the Articles of Association of the Company."

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, Mr. Jayant Tikku, CEO & Executive Director (DIN:07085449) of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary e-forms with the Registrar of Companies, NCT of Delhi and Haryana."

**9 Remuneration of Cost Auditor as per Section 148 of the Companies Act, 2013**

To determine remuneration of Cost Auditor and for this purpose to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 148 of the Companies Act 2013 and all other applicable provisions of the Companies Act 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr K S Berk, Cost Accountant, appointed by the Board, as Cost Auditor of the Company, be paid a remuneration of Rs 1.00 lakh plus service tax, to conduct audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March 2018.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary and or expedient to give effect to this resolution."

**Date: 21<sup>st</sup> August 2017**

**By Order of the Board**

**Place: New Delhi**

**Registered Office:  
10<sup>th</sup> Floor, DLF Tower A,  
District Centre Jasola  
New Delhi-110 025**

**Sd/-  
(Monica Mehra)  
Company Secretary  
ACS 15293**

## NOTES:

- 1 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER.
- 2 The explanatory statement, pursuant to Section 102(1) of the Companies Act, 1956 with regards to the business set above is enclosed.
- 3 The instrument appointing proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting.
- 4 A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. Provided a member holding more than ten percent (10%) of the total share capital of the Company, carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. A Proxy holder needs to show his identity at the time of attending the meeting.
- 5 During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged for this meeting, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company for the said purpose.
- 6 Corporate Members are requested to send a duly certified copy of the board of director's resolution authorising their representative to attend and vote at the annual general meeting.
- 7 The Register of Directors and Key Managerial Personnel and their shareholding maintained u/s 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013, are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting and will also be available for inspection at the meeting.
- 8 Dividend, if approved, shall be paid on or after 4<sup>th</sup> September 2017 and to those members whose names will appear on the Register of Members of the Company and, in respect of those members who hold shares in the electronic form, as per the list of beneficial ownership furnished by National Securities Depository Limited (NSDL) and Central Depository Securities Limited (CDSL) or to their mandate as of the close of business hours on 3<sup>rd</sup> September 2017.

## **ANNEXURE TO THE NOTICE**

As required by Section 102(1) of the Companies Act, 2013, (the "Act") the following Explanatory Statement sets out all material facts relating to the business mentioned under item Nos. 5 to 9 of the accompanying Notice dated 26<sup>th</sup> July 2016 under the provisions of the Act relating to business set out therein.

### **Item No. 4**

Section 139(2) of the Companies Act, 2013 (the Act) has mandated all listed companies and certain categories of unlisted public companies and private companies to mandatorily rotate their auditors (whether such auditor is an individual or a firm) once their auditor has served office as an auditor for a period of 10 or more consecutive years (Rotation Period). In this regard, the third proviso to Section 139(2) of the Act has provided a moratorium period, wherein companies incorporated prior to 1<sup>st</sup> April 2014, have been provided a time period of 3 years from such date to comply with the requirement to rotate their auditors. Therefore, beginning 1<sup>st</sup> April 2017, all companies who are required to rotate their auditors under the Act, will have to rotate their existing auditors (Current Firm), if the Current Firm has held office as such company's auditor for a period of 10 years or more. Hence, the existing Statutory Auditors, M/s Deloitte Haskins and Sells, are due for rotation at this Annual General meeting of the Company.

After following a rigorous process of selection, M/s S.R. Batliboi & Co. LLP (FRN 301003E/E300005), ("the Audit Firm"), has been identified to be the next Statutory Auditors of the Company. M/s S R Batliboi & Co., LLP is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Audit Firm was established in the year 1949 and is a limited liability partnership firm ("LLP") incorporated in India. It has registered office at 22, Camac Street, Kolkata and has 13 branch offices in various cities in India. The Audit Firm has valid Peer Review certificate and is part of S.R. Batliboi & Affiliates network of audit firms. It is primarily engaged in providing audit and assurance services to its clients.

The Audit Firm has given its consent for the appointment as above and confirmed, that their appointment, if made, would be in accordance with Section 139 read with Section 141 of the Act.

Accordingly, approval of the members is being sought for the proposal contained in the Resolution set out at Item no 4 of the accompanying Notice.

The Board commends the Ordinary Resolution set out at item No. 4 of the Notice for approval by the members.

None of the Directors or the key managerial person of the Company or their respective relatives is concerned or interested in the said resolution.

### **Item No. 5**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. Ms. Novel Shinghal Lavasa was appointed as Additional Director with effect from 2<sup>nd</sup> May 2017 subject to the approval of members of the Company for appointment as Independent Director. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Ms. Lavasa for the office of Director of the Company.

Ms. Lavasa is not disqualified from being appointed as a Director in terms of Section 164 of the Act and had given her consent to act as a Director.

### ***Brief resume of Ms. Novel S Lavasa***

Ms. Novel Shinghal Lavasa, (DIN: 07071993) graduated in BA (Hons.) English and post graduated in M.A English from Delhi University. She is an MBA from MDU and Credit and Lending Decisions at Southern Cross University, Australia. She has served State Bank of India since 1980 in various positions and has retired as Assistant General Manager in 2008.

She has been an HR and CSR Consultant and a Corporate Trainer. She is ex-Secretary at Civil Services Society (Sanskriti School) and has been President at Haryana Kayaking and Canoeing Association She is Treasurer at Suvidha Bio Foundation and a practicing Organic Farmer. She is Non -executive Independent Director on the Boards of various companies including Balrampur Chini Mills Ltd. and Omax Auto Ltd.

Ms. Lavasa does not hold any shares of the Company in her name.

Keeping in view his vast experience and knowledge, it will be in the interest of the Company that Ms. Lavasa is appointed as an Independent Director of the Company.

Copy of the draft letter for appointment of Ms. Lavasa as an Independent Director setting out the terms and conditions is available for inspection by members at the registered office of the Company.

In the opinion of the Board, Ms. Lavasa fulfills the conditions specified in the Act and rules made thereunder for appointment as Independent Director and she is independent of the management.

Save and except Ms. Lavasa and her relatives, none of the other Directors/ key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board commends the Ordinary Resolution set out at item No. 5 of the Notice for approval by the members.

### ***Terms and conditions of Appointment of Independent Directors (for Item No. 5)***

The Board of Directors appointed the following Additional Director in the capacity of Independent capacity of the Company during the year:

I. Ms. Novel Shinghal Lavasa

In accordance with the requirements of Schedule IV of the Companies Act, 2013, the broad terms and conditions of her appointment as Independent Director are reproduced hereunder:

#### **1. Appointment**

Her appointment will be for the period from 2<sup>nd</sup> May 2017 to 1<sup>st</sup> May 2020 to be approved by the shareholders at the forthcoming Annual General Meeting ("Term"). The Company may disengage Independent Directors prior to completion of the Term subject to compliance of relevant provisions of the Companies Act, 2013 (2013 Act).

As Independent Director, she will not be liable to retire by rotation.

## **2. Role, duties and responsibilities**

A. As members of the Board, she along with the other Directors will be collectively responsible for meeting the objectives of the Board which include:

- Requirements under the Companies Act, 2013,
- Accountability under the Director's Responsibility Statement.

B. She shall abide by the 'Code For Independent Directors' as outlined in Schedule IV to section 149(8) of the 2013 Act, and duties of directors as provided in the 2013 Act (including Section 166).

C. She is particularly requested to provide guidance in his area of expertise.

## **3. Time Commitment**

She agrees to devote such time as is prudent and necessary for the proper performance of his role, duties and responsibilities as Independent Director.

## **4. Remuneration**

As Independent Director, she shall be paid sitting fees for attending the meetings of the Board and the Committees of which she is member. The sitting fees for attending each meeting of the Board and its Committees would be as determined by the Board from time to time.

Further, the Company may pay or reimburse to the Director such expenditure, as may have been incurred by her while performing her role as an Independent Director of the Company. This could include reimbursement of expenditure incurred by her for accommodation, travel and any out of pocket expenses for attending Board/ Committee meetings, General Meetings, court convened meetings, meetings with shareholders/ creditors/ management, site visits, induction and training (organized by the Company for Directors) and in obtaining, subject to the expense being reasonable, professional advice from independent advisors in the furtherance of her duties as Independent Director.

## **5. Tata Code of Conduct**

Unless specifically authorised by the Company, she shall not disclose company and business information to constituencies such as the media, the financial community, employees, shareholders, agents, franchisees, dealers, distributors and importers.

Her obligation of confidentiality shall survive cessation of her directorship with the Company.

Additionally, she shall not participate in any business activity which might impede the application of her independent judgment in the best interest of the Company.

As an Independent Director of the Company, she agrees to report concerns about unethical behavior, actual or suspected fraud or violation of the Tata Code of conduct.

## **6. Training and Development**

The Company may, if required, conduct formal training program for its Independent Directors.

The Company may, as may be required, support Directors to continually update their skills and knowledge and improve their familiarity with the company and its business. The Company will fund/arrange for training on all matters which are common to the whole Board.

### **7. Performance Appraisal / Evaluation Process**

As member of the Board, her performance as well as the performance of the entire Board and its Committees will be evaluated annually. Evaluation of each director shall be done by all the other directors. The criteria for evaluation shall be disclosed in the Company's Annual Report. However, the actual evaluation process shall remain confidential and shall be a constructive mechanism to improve the effectiveness of the Board / Committee.

### **8. Disclosures, other directorships and business interests**

During the Term, she agrees to promptly notify the Company of any change in her directorships, and provide such other disclosures and information as may be required under the applicable laws. She also agrees that upon becoming aware of any potential conflict of interest with her position as Independent Director of the Company, she shall promptly disclose the same to the Chairman and the Company Secretary.

During her Term, she agrees to promptly provide a declaration under Section 149(7) of the 2013 Act, upon any change in circumstances which may affect her status as an Independent Director.

### **9. Changes of personal details**

During the Term, she shall promptly intimate the Company Secretary and the Registrar of Companies in the prescribed manner, of any change in address or other contact and personal details provided to the Company.

### **10. Disengagement**

She may resign from the directorship of the Company by giving a notice in writing to the Company stating the reasons for resignation. The resignation shall take effect from the date on which he notice is received by the Company or the date, if any, specified by her in the notice, whichever is later.

Her directorship on the Board of the Company shall cease in accordance with law. The Company may disengage Independent Director prior to completion of Term (subject to compliance to relevant provisions of the 2013 Act) upon

- Violation of any provision of the Tata Code of Conduct,
- Upon the director failing to meet the criteria for independence as envisaged in Section 149(6) of the 2013 Act.

### **Item No. 6**

The Company wants to pursue business which are associated with the main objects of the Company to improve its revenue stream. The change suggested is only to make the objects more clear.



A modified copy of the Memorandum of Association is available for inspection at the Registered and Corporate office of the Company.

Your Directors recommend passing the resolution accordingly.

None of the Directors or the key managerial person of the Company or their relatives is concerned or interested in the said resolution.

#### **Item No. 7 & 8**

To fulfill the requirement of Debenture Holders of the Company need arises to alter the Articles of Association of the Company.

Further your Company has been incorporated under the regime of Companies Act, 1956. The existing set of regulations mentioned in the Articles of Association of the Company quote Sections and provisions of old Companies Act, 1956. Your Board has taken this as an opportunity to alter present Articles of Association in line with Companies Act, 2013. Your Board has suggested new set of regulations for Articles of Association of the Company from Regulation 1 to Regulation 172. It may be noted that clearly that only reference of Sections and provisions of old Companies Act, 1956 has been replaced by Sections and provisions of the new Companies Act, 2013; all other things are remain unchanged.

A modified copy of the Articles of Association is available for inspection at the Registered and Corporate office of the Company.

Your Board recommends this resolution for your approval as Special Resolution. None of the Directors or the key managerial person of the Company or their relatives is concerned or interested in the said resolution.

#### **Item No. 9**

In terms of Section 148 of the Companies Act 2013, the remuneration of the Cost Auditor is to be fixed by the Shareholders of the Company.

Mr K S Berk, Cost Accountant has been appointed by the Board as Cost Auditor at a fee of Rs 1.00 Lakh plus service tax subject to Shareholders' approval. The Shareholders may recommend the remuneration of the Cost Auditor on similar lines.

Your Directors recommend passing the resolution accordingly.

None of the Directors or the key managerial person of the Company or their relatives is concerned or interested in the said resolution.

**Date: 21<sup>st</sup> August 2017**

**By Order of the Board**

**Place: New Delhi**

**Registered Office:  
10<sup>th</sup> Floor, DLF Tower A,  
District Centre Jasola  
New Delhi-110 025**

**Sd/-  
(Monica Mehra)  
Company Secretary  
ACS 15293**

Details of the Directors, seeking appointment/re-appointment at the forthcoming Annual General Meeting

<b>Name of Director</b>	<b>Mr. Ajay Kapoor</b>	<b>Ms. Novel S Lavasa</b>
Date of Birth / Age	19th June 1964/53 years	21-Mar-56/61 years
Date of Appointment	20th March 2013	2-May-2017
Expertise in functional areas	<p>Mr. Ajay Kapoor is the CFO &amp; Chief-Legal &amp; Regulatory of Tata Power Delhi Distribution Ltd. (TPDDL),</p> <p>He has vast experience of 30 years in all areas of finance, ERP implementations, and has handled matters relating to foreign collaborations, joint ventures in India and abroad, financial restructuring, policy advocacy, capital raising, and acquisition besides handling legal advisory. He handles electricity litigation matters at all levels/forums for TPDDL.</p>	<p>Ms. Novel S Lavasa has served State Bank of India since 1980 in various positions and has retired as Assistant General Manager in 2008.</p> <p>She has been an HR and CSR Consultant and a Corporate Trainer. She is ex-Secretary at Civil Services Society (Sanskriti School) and has been President at Haryana Kayaking and Canoeing Association She is Treasurer at Suvidha Bio Foundation and a practicing Organic Farmer.</p>
Qualifications	Chartered Accountant, MBA and LL.B	BA (Hons.) English, M.A (English) from Delhi University, MBA from MDU and Credit and Lending Decisions at Southern Cross University, Australia
Terms & Conditions of appointment	Re-appointed as Director.	Appointed as Independent Director
Remuneration	-	-
Directorships held in other companies	<p>Director of the following Companies</p> <ul style="list-style-type: none"> <li>• NDPL INFRA LTD</li> </ul>	<p>Director of the following Companies</p> <ul style="list-style-type: none"> <li>• Omax Autos Limited</li> <li>• Balrampur Chini Mills Ltd</li> <li>• Welspun Energy Rajasthan Private Limited</li> <li>• Dreisatz Mysolar24 Private Limited</li> <li>• Mi Mysolar24 Private Limited</li> <li>• Welspun Solar Tech Private Limited</li> <li>• Welspun Urja Gujarat Private Limited</li> </ul>

<b>Name of Director</b>	<b>Mr. Ajay Kapoor</b>	<b>Ms. Novel S Lavasa</b>
		<ul style="list-style-type: none"> <li>• Welspun Solar Punjab Private Limited</li> <li>• Dugar Hydro Power Limited</li> </ul>
Committee positions held in other companies	None	
Number of Shares held	Nil	Nil

**ATTENDANCE SLIP**

**POWERLINKS TRANSMISSION LIMITED**

Registered Office : 10<sup>TH</sup> FLOOR, DLF TOWER-A, DISTRICT CENTRE JASOLA,  
NEW DELHI 110025  
CIN: U40105DL2001PLC110714

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

(Joint shareholders may obtain additional slip at the venue of the meeting)

Dp id*		Folio No	
Client id*		No of Shares	

**NAME AND ADDRESS OF THE SHAREHOLDER**

I have recorded my presence at the 16th Annual General Meeting of the Company held on 4<sup>th</sup> September 2017 at 3.30 p.m. at B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi- 110016

\*Applicable for investors holding shares in electronics form

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**POWERLINKS TRANSMISSION LIMITED**

Registered Office : 10<sup>TH</sup> FLOOR, DLF TOWER-A, DISTRICT CENTRE JASOLA,  
NEW DELHI 110025  
CIN: U40105DL2001PLC110714

Name of the member(s)		e-mail Id :	
Registered address		Folio No/*Client Id :	
		*DP Id :	

I/We, being the member(s) of \_\_\_\_\_ shares of POWERLINKS TRANSMISSION LIMITED, hereby appoint:

1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id -----or failing him

2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id -----or failing him

3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id-----  
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and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15<sup>th</sup> Annual General Meeting of the Company, to be held on Monday, the 4<sup>th</sup> day of September 2017 at 3.30 p.m at B-9,

Qutab Institutional Area, Katwaria Sarai, New Delhi- 110016, and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

Sl Resolution No	Description of Resolutions	FOR	AGAINST
<b>Ordinary Business</b>			
1.	Consider and adopt a) Audited Financial Statements, Reports of Board of Directors and Auditors for the Financial Year ended on 31st March, 2017.		
2.	Declaration of Dividend on Equity Shares for the financial year 2016-17.		
3.	Reappointment of Mr. Ajay Kapoor, Director who retires by rotation & being eligible offer himself for reappointment		
4.	Appointment of Statutory Auditors		
<b>Special Business</b>			
5.	Appointment of Ms. Novel Lavasa as Independent Director		
6.	Alteration of Memorandum of Association of the Company		
7.	Alteration of Articles of Association of the Company		
	Adoption of New Set of Articles of Association of the Company		
7.	Remuneration of Cost Auditor as per Section 148 of the Companies Act, 2013		

Signed this day of.....2017

Affix revenue stamp
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(Signature of shareholder)  
 (Signature of first proxy holder)  
 (Signature of second proxy holder)  
 (Signature of third proxy holder)

**Notes:**

- (1) This form of proxy in order to be elective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single

person as proxy and such person shall not act as a proxy for any other person or shareholder.

- (4) \*\* This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

http://www.mapsofindia.com/whitepages/electrical-and-electronics/electrical-company/pgcoindia

Power Grid Corporation Of ...


File Edit View Favorites Tools Help

Out... Google SAP Home... Demy... Inbo... The ... http... Powe... abou... Appo... Tata... ICSI... MCA ...

Website www.powergridindia.com

If you find this information incorrect then click here to report to us.

### Location Map of Power Grid Corporation Of India Limited in New Delhi, Delhi



Electrical And Electronics Related Listing

Bindra Electric Company Bindra Electric Company

125%

12:04 02-09-2015