



PENNAR INDUSTRIES LIMITED



Dated: 5th September, 2018

Place : Hyderabad

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001 K.A.: Ms Ishwari Vaidya Scrip Code: 513228	The National Stock Exchange of India Limited Bandra Kurla Complex Bandra East Mumbai – 400 051 K.A.: Ms. Snehal Scrip Symbol: PENIND
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Kind Attn: Listing Department/Corporate Relationship Department

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

With reference to the subject cited above, we hereby submit the following documents with respect to our forthcoming Annual General Meeting to be held on Friday the 28th September, 2018.

1. Notice to 42nd Annual General Meeting, Attendance Slip and Proxy Form for the Financial Year 2017-18.
2. Copies of the advertisements issued in newspapers on Wednesday, 5th September, 2018, regarding dispatch of Notice to the members of the Company for the 42nd Annual General Meeting, the Closure of Register of Members and Share Transfer Books and e-voting and matters related thereto.
3. Copy of letter dated 3rd September, 2018 sent to shareholders holding shares in physical form informing them about Circular No. LIST/COMP/15/2018 issued by BSE Limited and Circular No. NSE/CML/2018/26 issued by National Stock Exchange of India Limited to convert their shareholding to dematerialization form and to provide PAN/Bank details.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

for Pennar Industries Limited

Mirza Mohammed Ali Baig

Company Secretary & Compliance Officer
ACS 29058



Manufacturers of Cold Roll Formed Sections, Sheet Metal Pressed, Fabricated & Machined Components, Precision Electric Resistance Welded Tubes, Cold Drawn electric resistance Welded Tubes, and Fabricated Components & Structures. Design Development, Manufacture of Hydraulic Cylinders

Corp.Office & Works: IDA, Patancheru – 502 319, Sanga Reddy District, Telangana, INDIA.

Tel: +91 8455 242184 to 242193, **Fax:** +91 8455 242424 / 242161, **E-mail:** pilhyd@bsnl.in, **Website:** www.pennarindia.com

Regd.Office: 9th Floor, DHFLVC Silicon Towers, Kondapur, Hyderabad – 500 084.

Tel: +91 40 4006 1621 to 24, **Fax:** +91 40 4006 1618

CIN No: L27109AP1975PLC001919

NOTICE

NOTICE is hereby given that the 42nd Annual General Meeting (AGM) of members of M/s. Pennar Industries Limited will be held on Friday, the 28th day of September, 2018 at 11:00 A.M. at Radisson Hyderabad, HITECH City, Gachibowli, Hyderabad - 500 032, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the company for the financial year ended 31st March, 2018 together with the reports of the Board of directors and the auditors thereon.
2. To appoint a Director in the place of Mr. Vishal Sood (DIN: 01780814) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in the place of Mr. Nrupender Rao (DIN: 00089922) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

4. To confirm the appointment of Mr. Eric James Brown (DIN: 07670880) as Director who was appointed as Additional Director and in this regard to consider and if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolution:

"RESOLVED THAT Pursuant to the provisions of Section 149, 161 of the Companies Act, 2013 and the Rules made thereunder and subject to the Articles of Association of the Company, Mr. Eric James Brown, who was appointed as an Additional Non-Executive Non-Independent Director by the Board of Directors with effect from 10.11.2017 and who holds office until the date of the ensuing Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Eric James Brown as a candidate for the office of a director of the Company, be and is hereby appointed as a director of the Company liable to retire by rotation."

5. To re-appoint Mr. Nrupender Rao (DIN: 00089922) as Chairman, liable to retire by rotation and in this regard to consider and if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to all necessary approvals, the consent of the members of the company be is hereby accorded to appoint Mr. Nrupender Rao (DIN: 00089922) as Chairman of the Company for a period of two year with effect from 14th August, 2018 to 13th August, 2020, on such remuneration and terms & conditions as approved by the Remuneration Committee at its meeting held on 13th August, 2018, the particulars of which are annexed hereunder:

Particulars of Remuneration:

- i. Salary (including dearness and all other allowances) shall be Rs. 6,00,000/- per month.
- ii. Special salary shall be Rs. 4,00,000/- per month.
- iii. Perquisites and Allowances shall be Rs. 3,90,000/- per month.
- iv. In addition to the above minimum remuneration, commission not exceeding 1.5% of the net profits of the company, computed according to the provisions of the Companies Act, 2013.

Perquisites and Allowances include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, House Maintenance allowance, together with the reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings, repairs, servants' salaries, society charges and property tax, medical reimbursement, leave travel concession for self and family, club fees, contribution to any statutory fund including superannuation fund etc and such other perquisites and allowances in accordance with the Rules of the company or as may be agreed to by the Board of Directors and Mr. Nrupender Rao.

In addition to the above, company car with driver and fuel, company's contribution to Provident Fund and Gratuity, communication facilities, medical and accident insurance will not be treated as perquisites.

"RESOLVED FURTHER THAT so long as Mr. Nrupender Rao (DIN: 00089922) functions as the Chairman of the Company, he will not be paid any fees for attending the meetings of the Board of Directors or any Committee thereof."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits specified under Section 197, read with Schedule V of the Companies Act, 2013 and do all acts deeds and things to give effect to this appointment."

6. To re-appoint Mr. K Lavanya Kumar (DIN: 01710629) as Executive Director, liable to retire by rotation and in this regard to consider and if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196,197,203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to all necessary approvals, the consent of the members of the company be is hereby accorded to appoint Mr. K Lavanya Kumar (DIN: 01710629) as Executive Director of the Company for a period of two year with effect from 4th June, 2018 to 3rd June, 2020, on such remuneration and terms & conditions as approved by the Remuneration Committee at its circular resolution dated 4th June, 2018, the particulars of which are annexed hereunder:

Particulars of Remuneration:

- i. Salary (including dearness and all other allowances) shall be Rs. 3,00,000 per month.
- ii. Special salary shall be Rs. 2,00,000/- per month.
- iii. Perquisites and Allowances shall be Rs. 1,00,000 per month.
- iv. In addition to the above minimum remuneration, commission not exceeding 0.5% of the net profits of the company, computed according to the provisions of the Companies Act, 2013.

Perquisites and Allowances include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, House Maintenance allowance, together with the reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings, repairs, society charges and property tax, medical reimbursement, contribution to any statutory fund including superannuation fund etc and such other perquisites and allowances in accordance with the Rules of the company or as may be agreed to by the Board of Directors and Mr. K Lavanya Kumar.

In addition to the above, company car with driver, fuel and maintenance, company's contribution to Provident Fund and Gratuity, communication facilities, medical and accident insurance, club fees, servants' salaries, leave travel concession for self and family will not be treated as perquisites.

"RESOLVED FURTHER THAT so long as Mr. K Lavanya Kumar (DIN: 01710629) functions as the Executive Director of the Company, he will not be paid any fees for attending the meetings of the Board of Directors or any Committee thereof."

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits specified under Section 197, read with Schedule V of the Companies Act, 2013 and do all acts deeds and things to give effect to this appointment.”

7. To ratify the remuneration payable to M/s. Shaik & Associates., Cost Auditors for the financial year ending 31st March, 2019 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 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), the consent of the members be and is hereby accorded to ratify the appointment of M/s. Shaik & Associates., as Cost Auditors made by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019, and also to ratify the remuneration of Rs. 80,000/- p.a. as an audit fee including all taxes and duties and out of pocket expenses.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

8. To approve material related party transaction and in this regard to consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 and in terms of applicable provisions of the Listing Regulations (including any statutory modification(s) or enactment thereof for the time being in force), and also pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed in their respective meetings, the approval of the Company be and is hereby accorded to the Material Related Party Transactions as entered by the company for the Financial Year 2017-18 of a value of Rs. 5,839 Lakhs and transactions to be entered for Financial Year 2018-19 of a value of Rs.12,000 Lakhs as per details as set out under item no. 9 of the Statement annexed to this Notice and that the Board of Directors be and are hereby authorized to perform and execute all such deeds, matters and things including delegate such authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto.

9. To Create Charges and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT in supersession of the resolution passed by the Members at their Meeting held on 30th day of September, 2016 and pursuant to Section 180(1)(a) of companies Act 2013 and other applicable provision if an, of the companies Act, 2013 & Companies Act, 1956 (including any statutory modification or re-enactment thereof) the consent of Members of the company be and is hereby accorded to the Board of Directors of the Company to create such charges (including but not limited to Mortgages and Hypothecations) in addition to the existing charges created by the Company, on such movable, immovable and other properties / assets or the whole or substantially the whole of the Undertaking or the Undertakings of the Company both present and future or in such manner the Board may deem fit in the best interest of the Company, together with the power to take over management and concern of the Company in certain events, so as to secure 'Fund based borrowing (including but not limited to Rupee / Foreign Currency Loans, Debenture, Bonds or other instruments)' and 'Non- fund based Facilities / Limits etc ., availed from Banks / Financial Institutions, Companies Body Corporate and others', Corporate Grantees etc., provided that the total amount of such Funds base borrowing, Non-fund based support, Corporate Guarantees or other together with interest, cost, charges, expenses and other monies payable by the company by whatever name called, shall not, at any time, exceed Rs. 1,000 crores (Rupees One Thousand Crores) and that for the implementation of this Resolution, the Board may act through any Committee / Director or any other person duly authorized in that behalf.”

10. To borrow in excess of paid-up capital and free reserves and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT in supersession of the resolution passed by the Members at their Meeting held on 30th day of September, 2016 and pursuant to Section 180(1) (c) of Companies Act 2013 and other applicable provision if any, of the Companies Act, 2013 & Companies Act, 1956 (including any statutory modification or re-enactment thereof) the consent of Members of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time, any sum or sums of money as it may deem proper notwithstanding that the money to be borrowed together with the money already borrowed by the company, if any (apart from temporary loans obtained from the company's banker in the ordinary course of business) may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves, if any, that is to say, reserves not set apart for any specific purpose, provided that the total amount of moneys to be so borrowed by the Company together with money already borrowed (apart from temporary loans obtained from the Company's bankers in ordinary course of business) shall not exceed Rs. 1,000 crores (Rupees One Thousand Crores only) outstanding at any one time and that for the implementation of this Resolution, the Board may act through any Committee /Director or any other person duly authorized in that behalf.”

**By Order of the Board
for Pennar Industries Limited**

**Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer
ACS No. 29058**

Place : Hyderabad

Date : 14.08.2018

NOTES

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, was appointed as Statutory Auditors of the Company at the 41st Annual General Meeting held on 28th August, 2017. Pursuant to Notification issued by the Ministry of Corporate Affairs on 7th May, 2018 amending section 139 of the Companies Act, 2013 and the Rules framed thereunder, the mandatory requirement for ratification of appointment of Auditors by the Members at every Annual General Meeting (“AGM”) has been omitted, and hence the Company is not proposing an item on ratification of appointment of Auditors at this AGM.

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as a proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total share capital of the Company.
2. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the Annual General Meeting is enclosed.
3. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The Register of Members and the Share Transfer Books of the company will remain closed from 20th September, 2018 to 21st September, 2018, both days inclusive in connection with the Annual General Meeting.
5. An Explanatory Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the notice is annexed herewith.

6. Shareholders desirous of obtaining any information concerning the accounts and operations of the company are requested to send their queries to the registered office of the company at least seven days before the date of the Annual General Meeting, so that the information requested may be made available.

7. Members are requested to bring duly filled in Attendance Slips sent herewith for attending the meeting

8. Relevant documents and registers will be available for inspection by the members at the registered office of the Company.

9. Members are requested to address all correspondence with regard to change of address, dividend matters to the Registrar and Share Transfer Agents, M/s. Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No. 31 & 32 Gachibowli Financial District Nanakramguda Seriligampalli Hyderabad - 500032 in respect of shares held in physical mode and to their depository participants in respect of shares held in dematerialized form.

10. Members are requested to furnish their e-mail id's to enable the Company to forward all the requisite information in electronic mode. In case of shareholders holding shares in demat form, the email IDs of the shareholders registered with the DP and made available to the Company shall be the registered email ID unless communication is received to the contrary.

11. Copies of the Annual Report 2018 are being sent by electronic mode only to all the members whose email addresses are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2018 are being sent by the permitted mode.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company.

13. Members/Proxies are requested to bring their copy of the Annual Report to the meeting.

14. In compliance with the provisions of section 108 of the Act, the Companies (Management and Administration) Rules, 2014 and SEBI (LODR) Regulations, 2015, shareholders are provided with the facility to cast their vote electronically, through the e-voting services provided by M/s. Karvy Computershare Private Limited, in respect of all resolutions set forth in this Notice. Subhash Kishan Kandrapu, (Membership No. 32743) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The procedure and instructions for e-voting are as follows:

a) Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'

b) Enter the login credentials (i.e., user-id & password) mentioned on the Postal Ballot Form. Your folio/DP Client ID will be your User-ID.

User - ID	For Members holding shares in Demat Form:- For NSDL :- 8 Character DP ID followed by 8 Digits Client ID For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- Event no. followed by Folio Number registered with the company
Password	Your Unique password is printed on the Postal Ballot Form / via email forwarded through the electronic notice
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- c) Please contact our toll free No. 1-800-34-54-001 for any further clarifications.
- d) Members can cast their vote online from 25th September, 2018 @ 10:00 A.M. to 27th September, 2018 @ 5.30 P.M. During this period, shareholders of the company holding shares either in dematerialized or physical form as on the cut-off date of 20th September, 2018, may cast their vote electronically.
- e) After entering these details appropriately, click on "LOGIN".
- f) Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through M/s. Karvy Computershare Private Limited e-Voting platform. System will prompt you to change your password and update any contact details like mobile #, email ID etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- g) You need to login again with the new credentials.
- h) On successful login, system will prompt to select the 'Event' i.e., 'Company Name'.
- i) If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any company, then your exiting login id and password are to be used.
- j) On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' 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. If the shareholder do not wants to cast, select 'ABSTAIN'
- k) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- l) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- m) Corporate/Institutional Members (corporate /FIs/FILs/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to subbok@gmail.com with copy to evoting@karvy.com and mirza.baig@pennarindia.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."

EXPLANATORY STATEMENT

[pursuant to Section 102(1) of the Companies Act, 2013]

Item # 4 Appointment of Mr. Eric James Brown as Non-Executive Non-Independent Director

Mr. Eric James Brown was appointed as Additional Non-Executive Director of the Company at its meeting held on 10th November, 2017, pursuant to Section 161 of the Companies Act, 2013, read with Article 107 of the Articles of Association of the Company.

His induction on the Board as a Director would be of immense benefit to the company. The Names of companies in which Mr. Eric James Brown holds directorship and the membership of the committees of the Board are provided in the additional information on directors seeking appointment/re-appointment at the ensuing Annual General Meeting.

Mr. Eric James Brown has over 30 years of experience in M&A activities, strategic planning and implementing global IT solutions throughout the Americas, Asia Pacific, Europe and Middle Eastern regions. He is well versed about construction and Engineering market.

Currently, Mr. Eric James Brown is the President and Chief Executive Officer of Pennar Global, Inc., Headquartered in Houston, Texas and is a Joint Venture between Pennar Industries Limited and Pennar Engineered Building Systems Limited.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Eric James Brown will hold office up to the date of the ensuing Annual General Meeting. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with a deposit of Rs. 1,00,000/- proposing the candidature of Mr. Eric James Brown for the office of director.

The Board recommends the resolution set out at item no. 4 of the notice for your approval. No director, key managerial personnel or their relatives, except Mr. Eric James Brown, to whom the resolution relates, is interested or concerned in the resolution.

Item # 5 Appointment of Mr. Nrupender Rao as an Executive Chairman

The members of the Company at their Annual General Meeting held on 30th September, 2017 had approved the terms of appointment of Mr. Nrupender Rao as an Executive Chairman of the company for a period of two years commencing from 10.11.2016.

The Board of Directors at its meeting held on 14.08.2018 has, subject to the approval of members, unanimously approved the terms of appointment of Mr. Nrupender Rao as an Executive Chairman of the Company for a period of two years commencing from 14.08.2018 to 13.08.2020 including payment of remuneration.

Mr. Nrupender Rao has been guiding the company in its strategic, decision making policies and financial restructuring.

Names of companies in which Mr. Nrupender Rao holds directorship and the membership of the committees of the Board are provided in the additional information on directors seeking appointment/re-appointment at the ensuing Annual General Meeting.

Since, Mr. Nrupender Rao has attained the age of 70 years; approval of the members for his re-appointment is sought by a special resolution as required under Section 196(3) of the Companies Act, 2013.

The resolution seeks the approval of the members in terms of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder for the appointment of Mr. Nrupender Rao as an Executive Chairman.

The Nomination and Remuneration Committee recommended the appointment to the Board. The Board recommends the resolution set out at item no. 5 of the notice for your approval. No director, key managerial personnel or their relatives, except Mr. Nrupender Rao and Mr. Aditya Rao (being a relative), to whom the resolution relates, is interested or concerned in the resolution.

Item # 6 Appointment of Mr. K Lavanya Kumar as Executive director

The members of the Company at their Annual General Meeting held on 28th September, 2017 had approved the terms of appointment of Mr. K Lavanya Kumar as Whole-Time Director of the company for the period commencing from 10.11.2016 to 09.11.2018.

The Board of Directors passed a resolution by circulation on 05.06.2018 has, subject to the approval of members, unanimously approved the terms of appointment of Mr. K Lavanya Kumar as Executive Director of the Company for a period of two years commencing from 04.06.2018 to 03.06.2020 including payment of remuneration.

The terms and conditions of his appointment are as follows :

1. Remuneration : As provided in the resolution.
2. Period of appointment : from 4th June, 2018 to 3rd June, 2020.
3. The appointment may be terminated by either party by giving six months' notice in writing of such termination or as may be mutually agreed between the parties.
4. Mr. K Lavanya Kumar shall perform such duties as shall from time to time be entrusted to him by the Board of Directors, subject to superintendence, guidance and control of the Board of Directors.

Mr. K Lavanya Kumar has been handling the day to day operations with respect to Legal, Human Resource, Personnel, Government Relations and Public Relations.

Names of companies in which Mr. K Lavanya Kumar holds directorship and the membership of the committees of the Board are provided in the additional information on directors seeking appointment/re-appointment at the ensuing Annual General Meeting.

The resolution seeks the approval of the members in terms of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder for the appointment of Mr. K Lavanya Kumar as Executive Director.

The Nomination and Remuneration Committee recommended the appointment to the Board. The Board recommends the resolution set out at item no. 6 of the notice for your approval. No director, key managerial personnel or their relatives, except Mr. K Lavanya Kumar, to whom the resolution relates, is interested or concerned in the resolution.

Item # 7 Approval for payment of remuneration to the Cost Auditors for the financial year ending 31st March, 2019

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the M/s. Shaik & Associates., Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019 at a remuneration of Rs. 80,000/- p.a. as an audit fee including all taxes and duties and out of pocket expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 8 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2019.

The Board recommends the resolution for your approval. None of the Directors, key managerial personnel or their relatives is, in any way, concerned or interested in the said resolution.

Item # 8 Approval of material related party transactions

During the Financial Year 2017-18, your Company has entered into certain business transactions with M/s. Pennar Engineered Building Systems Limited (PEBS), a Subsidiary Company, which is a "Related Party" as defined under Section 2 (76) of the Companies Act, 2013. The Company is also proposed to enter into certain business transactions with PEBS during Financial Year 2018-19. These transactions are worth Rs. 5,840 Lakhs for Financial Year 2017-18 and estimated at Rs.12,000 Lakhs for Financial Year 2018-19. The details of such transactions are given below:-

Transaction during 2017-18:

Sl. No	Name of the related party	Salient features of the transaction	Nature of Transactions	Amount of Transaction (Rs. In lakhs)
1.	Pennar Engineered Building Systems Limited (subsidiary of Pennar Industries Limited)	As per the sale/purchase orders entered into between the Company and PEBS	Purchase of Material	5,840
			Sale of Goods	
			Other Services Rendered	
			Other Services Received	

Transaction during 2018-19:

Sl. No	Name of the related party	Salient features of the transaction	Nature of Transactions	Amount of Transaction (Rs. In lakhs)
1.	Pennar Engineered Building Systems Limited (subsidiary of Pennar Industries Limited)	As per the sale/purchase orders entered into between the Company and PEBS	Purchase of Material Sale of Goods Other Services Rendered Other Services Received	12,000

Item # 9 Authority to borrow in excess of paid-up capital and free reserves

Through the proposed resolution it is sought to grant authority to the Board of Directors to secure the borrowings, if required, by creating charge/mortgage on the assets of the Company. The existing authority is derived from the earlier resolution. Since it is not practical to seek general meeting's approval every time a loan is sanctioned, it is proposed to obtain a blanket approval to secure the properties for the loans sanctioned within the limits of Rs. 1000 Crore, as stated in the previous item. Even though section 180 (1) (a) refers to sale, lease or disposal of the whole or substantially whole of the undertaking of the Company, creating mortgage or charge on the assets give a right to the lender to take possession of or own the said properties in certain events, such creation of charge/mortgage in way constitutes sale or disposal of the undertaking of the Company. Therefore a resolution under Section 180 (1) (a) is required for this purpose.

The Board recommends the resolution for your approval. None of the Directors, key managerial personnel or their relatives is, in any way, concerned or interested in the said resolution.

Item # 10 Creation of charges

The Company requires to borrow funds from time to time to meet both its short term and long terms business objectives, from various external agencies like banks, financial institutions, bodies corporate, individuals or other kind of lenders. According to section 180 (1) (c) of the Companies Act, 2013, the total amount of such borrowings as well as the outstanding at any time cannot exceed the aggregate of paid up capital and free reserves of the Company, except with the consent of the members. The company felt that the said limit is not adequate and needs enhancement, accordingly the resolution having no. 10 has been proposed to increase the limits of borrowing to Rs. 1000 Crore.

The Board recommends the resolution for your approval. None of the Directors, key managerial personnel or their relatives is, in any way, concerned or interested in the said resolution.

**By Order of the Board
for Pennar Industries Limited**

**Place : Hyderabad
Date : 14.08.2018**

**Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer
ACS No. 29058**

Additional information on Directors seeking appointment/reappointment at the forthcoming Annual General Meeting

Particulars	Date of Birth	Date of appointment	Qualification	Expertise	List of Companies in which outside directorship held on 31st March, 2018	Chairman of the Committee of other companies on which he is a director as on 31st March, 2018	Member of the Committee of other companies on which he is a director as on 31st March, 2018	No of Shares held by them in the Company as on 31st March, 2018
Joginapally Venkata Nrupender Rao	23.06.1945	23.09.1995	B.Tech IIT Kharagpur, M.S. Operations Research & Industrial Engineering, Purdue University, USA	Experience in the various field of Management	M/s. Pennar Engineered Building Systems Limited M/s. Pennar Enviro Limited M/s. Pennar Holdings Private Limited	Nil	M/s. Pennar Engineered Building Systems Limited	50,97,863 Equity Shares of Rs. 5/- each.
Vishal Sood	23.02.1972	31.01.2012	BE in Computer Science from Gujarat University and a MBA from IIM Ahmedabad	Experience in field of Management	M/s. Speciality Restaurants Limited M/s. Saif Advisors Private Limited M/s. Manpasand Beverages Private Limited M/s. Zooropa Foods Private Limited M/s. Lightfoot Consulting Private Limited M/s. Senco Gold Limited M/s. KDDL Limited M/s. Entex Engineering Private Limited	Nil	Nil	Nil
Eric James Brown	21.11.1957	10.11.2017	Graduate from University of Hawaii	Experience in field of Management	M/s. Pennar Engineered Building Systems Limited	Nil	M/s. Pennar Engineered Building Systems Limited	Nil
Lavanya Kumar Rao Kondapally	19.02.1959	07.05.2014	Graduated in Law from Kakatiya University	Experience in the areas of law, construction, corporate affairs and liaising with statutory authorities	Nil	Nil	Nil	82,200 Equity Shares of Rs. 5/- each.



ATTENDANCE SLIP

Please fill this attendance slip and hand it over at the entrance of the meeting. Only members or their proxies are entitled to be present at the meeting.

Regd. Folio No:

No. of Shares held:

*DP. Id:

*Client Id:

I certify that I am a registered shareholder / Proxy for the Registered Shareholder of the Company. I hereby record my presence at the 42nd Annual General Meeting held on Friday, the 28th September, 2018 at 11.00 a. m. at Radisson Hyderabad, Hitech City, Gachibowli, Hyderabad - 500 032.

Name of the Member/Proxy (in BLOCK Letters):

Signature of the Shareholder/Proxy:

NOTE :

- Please complete the Folio/DP ID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall
- Electronic copy of the Annual Report along with the Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
- Physical copy of Annual Report along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

* Applicable for investors holding shares in electronic form.

Pennar Industries Limited

Registered Office: Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500 084

Tel No. 40 4006 1623, **e-Mail ID:** corporatecommunications@pennarindia.com

Website: www.pennarindia.com, **Corporate Identification No.** L27109AP1975PLC001919



PROXY FORM

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

Name of the Member(s):

Registered address:

e-Mail ID:

Folio No. /Client ID:

DP ID:

I/We, being the member (s) of, Shares of the above named Company, hereby appoint:

Name:

Address:

e-Mail ID:

Signature:

OR FAILING HIM/HER

Name:

Address:

e-Mail ID:

Signature:

OR FAILING HIM/HER

Name:

Address:

e-Mail ID:

Signature:

as my/our proxy to vote (on a poll) for me/us on my/our behalf, at the 42nd Annual General Meeting of the Company to be held on Friday, the 28th September, 2018 at 11.00 a. m. at Radisson Hyderabad, Hitech City, Gachibowli, Hyderabad-500 032 or at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Description	No. of Equity Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
	ORDINARY BUSINESS			
1.	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the company for the financial year ended 31st March, 2018 together with the reports of the Board of directors and the auditors thereon.			
2.	To appoint a Director in the place of Mr. Vishal Sood (DIN: 01780814) who retires by rotation and being eligible offers himself for re-appointment.			
3.	To appoint a Director in the place of Mr. Nrupender Rao (DIN: 00089922) who retires by rotation and being eligible offers himself for re-appointment.			
	ORDINARY BUSINESS			
4.	To confirm the appointment of Mr. Eric James Brown (DIN: 07670880) as Director who was appointed as Additional Director.			
5.	To re-appoint Mr. Nrupender Rao (DIN: 00089922) as Chairman, liable to retire by rotation.			
6.	To re-appoint Mr. K Lavanya Kumar (DIN: 01710629) as Executive Director, liable to retire by rotation.			
7.	To ratify the remuneration payable to M/s. Shaik & Associates., Cost Auditors for the financial year ending 31st March, 2019.			
8.	To approve material related party transaction.			
9.	To Create Charges.			
10.	To borrow in excess of paid-up capital and free reserves.			

Signed this _____ day of _____ 2018.

Affixing
Revenue
Stamp

Signature of the Member

Signature of the Proxy Holder(s)

NOTE :

- The proxy form should be signed across the stamp as per the specimen signature registered with the Company.
- The Proxy form must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.
- The proxy need not be a member of the Company.
- *iv. It is optional to put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
- v. Please complete all details including detail of member(s) in above box before submission.

Sealed tenders in two-part bid system are invited from reputed contractors having experience in relevant work.

Sl. No.	Name of Work	Estimate in Lakhs.	EMD in Lakhs.
1.	Supporting activities in shops	Rs. 510.09	Rs. 5.10
2.	Stores support services	Rs. 152.21	Rs. 1.83

Cost of tender Document: Rs 1000/- Period of contract: 9 months from date of award
 Sale of Tender: 05.09.2018 to 17.09.2018, Last date for receipt & opening of tenders: 18.09.2018. For complete details please visit our web site <http://www.bhel.com> under Tender notification. Any changes to this NIT will be published only in the above website. For further details /clarifications, if any, please contact AGM/Works&Services,SDC Tel: +91-040-23183405 email: anilbhatnagar@bhel.in
 AGM/Works & Services,SDC

MONTE CARLO FASHIONS LIMITED
 (CIN: L51494PB2008PLC032059)
 Registered Office: B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003
 Tel.: 91-161-5048610-40, Fax: 91-161-5048650
 Website: www.montecarlocorporate.com
 E-mail: investor@montecarlocorporate.com

NOTICE OF TENTH (10th) ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE INFORMATION

NOTICE is hereby given that the Tenth (10th) Annual General Meeting (AGM) of the Company will be held on Thursday, 27th September, 2018 at 11.00 A.M. at its Registered Office situated at B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003, to transact the businesses set out in the Notice calling AGM. Notice along with Annual Report 2017-18 has been sent in electronic mode to the Members whose E-mail Id's are registered with the Company or the Depository Participant(s) and physical copy of the same has been sent through permitted mode to the Members who have not registered their e-mail address. The dispatch of Notice of AGM has been completed on 1st September, 2018. The same is also available on the website of the Company i.e. www.montecarlocorporate.com and on the website of CDSL i.e. www.evotingindia.com.

NOTICE is also hereby given pursuant to Section 91 of the Companies Act, 2013 ("Act"), that the Register of Members and Share Transfer books of the Company will remain closed from Friday, 21st September, 2018 to Thursday, 27th September, 2018 (both days inclusive) for the purpose of AGM and payment of Dividend. The Dividend if declared at the Annual General Meeting will be paid to those members whose names shall appear on the Register of Members as on 20th September, 2018 (record date) or the Register of Beneficial owners, maintained by Depositories as at the close on that date.

Remote E-voting: In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended e-voting facility to its Members, to exercise their right to vote electronically on the Ordinary and Special Businesses as set out in the Notice calling AGM through electronic voting system of Central Depository Services (India) Limited. The details as required to be given under the Act and rules made thereunder are as follow:

1. The remote e-voting period shall commence on Monday, 24th September, 2018 (at 9:00 A.M.) and it will end on Wednesday, 26th September, 2018 (at 5:00 P.M.). The e-voting module shall be disabled by CDSL for voting thereafter and the e-voting shall not be allowed beyond the said date and time.
2. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by NSDL/ CDSL as on the Cut-off date i.e 20th September, 2018 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
3. The facility of voting through Ballot paper shall also be made available at the Venue of the AGM for the members who have not cast their votes through remote e-voting. In case, any member cast vote through both the modes, the voting through ballot shall be treated as invalid.
4. Any person who acquires equity share(s) of the Company and becomes member of the Company after dispatch of notice and holding equity shares as on the Cut-off date may follow the same instruction as mentioned in the Notice of AGM or may send a request to the Company Secretary of the Company for a copy of Notice and Annual Report.
5. A member may participate in the AGM even after exercising his right to vote through e-voting but shall not be allowed to vote again in the meeting.
6. In case any member have any query or issue regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or send an email to helpdesk.evoting@cdsindia.com or contact Sh. Sahil Jain, Company Secretary at Registered office of the Company or contact at 0161-5066628 or can send email at investor@montecarlocorporate.com.

Place: Ludhiana
 For MONTE CARLO FASHIONS LIMITED
 Sd/-
 (SAHIL JAIN)

E-Tender are invited from the eligible bidders for the following items.

SI/ N	NIT NO	Tender Ref.	Description	Tender Fee(₹)	EMD (₹)	Tender Due date
1	40791	M2A1R03360	CCTV SYSTEM WITH 73 NOS CAMERAS	1000/-	60,000/-	26.09.2018

Last date for sale of Tender Documents: One day before the Due Date. For e-tendering process like sale of tenders, submission of Bid, deposit of Earnest money, qualification criteria and any other Terms and condition refer for detailed NIT on. Visit our Web-Site: www.bhel.com & www.e-procure.gov.in/cppp/ and e-tender submission visit <https://bhelabeprocure.com/EPROC/>. All Corrigenda, Addenda, Amendments, Time extensions, Clarifications etc. to the Tender will be hosted on BHEL website (www.bhel.com) only. Bidders should regularly visit website to keep themselves updated.

Sr. Officer / Purchase-CMM

Pennar Industries Limited
 Registered Office: Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500 084
 CIN: L27109AP1975PLC001919 T: +91 40 4006 1623
 e-Mail ID: corporatecommunications@pennarindia.com; Website: <http://www.pennarindia.com>

NOTICE OF THE 42nd ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE

Notice is hereby given that the 42nd Annual General Meeting (AGM) of PENNAR INDUSTRIES LIMITED (the Company) will be held on Friday the 28th September, 2018 at 11.00 a.m., at Radisson Hyderabad,HITECH City, Gachibowli, Hyderabad - 500 032 to transact the ordinary and special business as set out in the Notice dated 14th August, 2018 convening the AGM.

Electronic copies of the Notice of the AGM and Annual Report for the financial year 2017-18 have been sent to all the members whose email IDs are registered with the Company / Depository Participant(s). Physical copies of the Notice of the AGM and Annual Report for 2017-18 have been sent to all other members at their registered address in the permitted mode. The Notice of AGM and Annual Report for 2017-18 are also available on the Company's website www.pennarindia.com

Pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, members are provided with the facility to cast their vote electronically on all the resolutions set forth in the said Notice through e-voting facility services being provided by Karvy Computershare Private Limited, the Registrar and Share Transfer Agents of the Company.

All members are informed that:

1. User IDs & Passwords for exercising e-voting facility have been sent to the members holding shares in dematerialized form through their email address registered with their Depository Participant or available with Company's Registrar and Share Transfer Agents and to all other members by permitted mode at their usual address registered with the Company.
2. Date and time of commencement of e-voting: Tuesday, 25th September, 2018 at 10.00 a.m. (IST)
3. Date and time of end of e-voting: Thursday, 27th September, 2018 at 5.30 p.m. (IST)
4. Cut-off date: Thursday 20th September, 2018.
5. e-voting shall not be allowed beyond 5.30 p.m. (IST) on 27th September, 2018.
6. The Notice of the AGM is available on the Company's website www.pennarindia.com.
7. In case a person becomes the member of the Company after dispatch of the AGM Notice but on or before the cut-off date i.e 20th September, 2018, may write to the Company on the e-Mail ID corporatecommunications@pennarindia.com or to our Registrar and Transfer Agents, M/s. Karvy Computershare Private Limited by sending an email to evoting@karvy.com, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakrainguda, Hyderabad - 500 032, requesting for the User ID and Password.
8. The Company will provide voting through poll to the members present at the AGM.
9. The member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting.
10. The persons whose names are 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 e-voting or voting in the AGM.
11. For e-voting instructions, members may go through the instructions sent along with the Notice of the AGM of the Company and in case of any queries / grievances connected with the e-voting, members may refer the Frequently Asked Questions (FAQs) and e-voting user manual for members available at the download section of evoting.karvy.com Karvy Computershare Private Limited, Unit: Pennar Industries Limited, Karvy Selenium Tower B, Plot No.31-32, Gachibowli, Nanakrainguda, Hyderabad - 500032, Toll Free No.: 1-800-3454-001.

Notice pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is also hereby given that the Register of Members and Share Transfer books of the Company will remain closed from 20th September, 2018 to 21st September, 2018 (both the days inclusive) for 42nd Annual General Meeting of the Company.

for Pennar Industries Limited
 Sd/-
 Mirza Mohammed Ali Baig
 Company Secretary & Compliance Officer
 Place : Hyderabad

4. కటాఫ్ తేది నాటికి సభ్యుల రిజిస్ట్రేషన్ రికార్డులను పేర్కొని పాస్ పోర్ట్ సమయం పొందు అవకాశం కలిగియుండును.

5. ఇ-ఓటింగ్ నందుపాటుం పొందు అవకాశం కలిగియుండును.

6. ఇ-ఓటింగ్ నందు పాస్. 5.00 గం.ల మధ్యలో 040-67161663 పై మా ఆర్డీఏ, శ్రీ. రితేష్ కుమార్ పాండేను సంప్రదించవచ్చును లేదా వారు riteshkumar.pandey@karvy.com కు ఇ-మేయిల్ కుడా సంవదచ్చును.

For and on behalf of the Board

సం/-
అర్.కె. పూజ
కంపెనీ సెక్రటరీ

ప్రచురితం: హైదరాబాద్
తేది: 31.08.2018



Pennar Industries Limited
Registered Office: Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500 084
CIN: L27109AP1975PLC001919 T: +91 40 4006 1623
e-Mail ID: corporatecommunications@pennarindia.com; Website: http://www.pennarindia.com

NOTICE OF THE 42nd ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE

Notice is hereby given that the 42nd Annual General Meeting (AGM) of PENNAR INDUSTRIES LIMITED (the Company) will be held on Friday the 28th September, 2018 at 11.00 a.m., at Radisson Hyderabad, HITECH City, Gachibowli, Hyderabad - 500 032 to transact the ordinary and special business as set out in the Notice dated 14th August, 2018 convening the AGM.

Electronic copies of the Notice of the AGM and Annual Report for the financial year 2017-18 have been sent to all the members whose email IDs are registered with the Company / Depository Participant(s). Physical copies of the Notice of the AGM and Annual Report for 2017-18 have been sent to all other members at their registered address in the permitted mode. The Notice of AGM and Annual Report for 2017-18 are also available on the Company's website www.pennarindia.com

Pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, members are provided with the facility to cast their vote electronically on all the resolutions set forth in the said Notice through e-voting facility services being provided by Karvy Computershare Private Limited, the Registrar and Share Transfer Agents of the Company.

All members are informed that:

1. User IDs & Passwords for exercising e-voting facility have been sent to the members holding shares in dematerialized form through their email address registered with their Depository Participant or available with Company's Registrar and Share Transfer Agents and to all other members by permitted mode at their usual address registered with the Company.
 2. Date and time of commencement of e-voting: Tuesday, 25th September, 2018 at 10.00 a.m. (IST)
 3. Date and time of end of e-voting: Thursday, 27th September, 2018 at 5.30 p.m. (IST)
 4. Cut-off date: Thursday 20th September, 2018.
 5. e-voting shall not be allowed beyond 5.30 p.m. (IST) on 27th September, 2018.
 6. The Notice of the AGM is available on the Company's website www.pennarindia.com.
 7. In case a person becomes the member of the Company after dispatch of the AGM Notice but on or before the cut-off date i.e. 20th September, 2018, may write to the Company on the e-Mail ID corporatecommunications@pennarindia.com or to the Registrar and Transfer Agents, M/s. Karvy Computershare Private Limited by sending an email to evoting@karvy.com, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, requesting for the User ID and Password.
 8. The Company will provide voting through poll to the members present at the AGM.
 9. The member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting.
 10. The persons whose names are 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 e-voting or voting in the AGM.
 11. For e-voting instructions, members may go through the instructions sent along with the Notice of the AGM of the Company and in case of any queries / grievances connected with the e-voting, members may refer the Frequently Asked Questions (FAQs) and e-voting user manual for members available at the download section of evoting.karvy.com Karvy Computershare Private Limited, Unit: Pennar Industries Limited, Karvy Selenium Tower B, Plot No.31-32, Gachibowli, Nanakramguda, Hyderabad - 500032, Toll Free No.: 1-800-3454-001.
- Notice pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is also hereby given that the Register of Members and Share Transfer books of the Company will remain closed from 20th September, 2018 to 21st September, 2018 (both the days inclusive) for 42nd Annual General Meeting of the Company.

for Pennar Industries Limited

Sd/-
Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer
Place : Hyderabad

Place : Hyderabad
Date : 04.09.2018

KRISHNA CHINTAM
DIN: 01658145

For and on behalf of the Board of Directors of

NIHAR INFO GLOBAL LIMITED

CIN-L67120AP1995PLC019200

Regd. Office: Nihar house, Plot No. 34, Ganesh Nagar, West Marredpally, Secunderabad-500 026, Telangana
Tel : 040-27705389190, Website : www.niharinfo.com

NOTICE OF THE 24TH ANNUAL GENERAL MEETING AND E-VOTING INFORMATION

Notice is hereby given that the 24th Annual General Meeting of Nihar Info Global Limited is scheduled to be held on Saturday the 29th September, 2018 at Hotel Taj Tristar, "Seven Hills", 1-1-40, S.D. Road, Secunderabad-500003 at 4.30 P.M. to transact the business as set out in the notice of the said Annual General Meeting.

Pursuant to Section 101 and 135 of Companies Act 2013 read with Rule 18 of Companies (Management and Administration) Rules 2014, the Annual Report of the Company for the Financial year 2017-2018 along with the notice of 24th Annual General Meeting have been sent by email to the members who have registered their email address either with the Company or the concerned depository. The physical copies of the Notice and Annual Report to the other members have been sent in the permitted mode on 06.09.2018.

Pursuant to the provisions of Section 108 of Companies Act 2013, Rule 20 of Companies (Management and Administration) Rules 2014 and substituted by Companies (Management and Administration) the Company is pleased to provide e-voting Facility to the members to cast their vote electronically, through electronic voting system of the Central Depository Services Limited (CDSL) from a place other than venue of AGM (remote e-voting).

1. The ordinary and special resolution as stated in the notice may be transacted through e-voting by electronic means
2. The e-voting shall commenced on 26-09-2018 at 10.00 A.M and end on 28-09-2018 at 5.00P.M

3. The Cutoff date for determining the eligibility to vote by electronic means or at the AGM is 20-09-2018.

4. Any person who acquires the Shares of the Company and becomes member of the Company after the dispatch of Notice of Annual General Meeting and holding shares as on cut-off date i.e., 20-09-2018 may obtain login id & password by sending a request to cs@niharinfo.com However if the person is already registered with CDSL for e-voting can then existing User id and Password can be used for casting vote.

5. Members may note that

- a. The e-voting shall be disabled by the CDSL after the aforesaid date and time for voting and the voting shall not be allowed beyond the specified period.
- b. Once the vote on resolution is caste by the members they shall not be allowed to change it Subsequently.
- c. The facility for voting through ballot paper shall be made available at AGM for the Members who have not cast their vote through e-voting.
- d. The Members who have cast their vote through e-voting prior to AGM may also attend the Meeting but shall not be entitled to cast the vote again and
- e. The person whose name is recorded in the register of members or in the register of beneficial Owners maintained by the depositories as on cut-off date shall be entitled to avail the facility of e-voting as well as voting at the AGM through Ballot Paper. The Annual Report along with notice of AGM is available on the Company's Website www.niharinfo.com The Company has appointed Mr. S. V. Achary and Co. company Secretary in practice, Hyderabad (membership No. 5981 and Certificate of Practice No. 4768) as a scrutineer to scrutinize the voting and remote e-voting process in fair and transparent manner. For detailed instructions pertaining to e-voting members may please refer to the Section e-voting instructions, in Notice of Annual General Meeting. In case of any grievances or queries pertaining to the e-voting procedure, members may refer the Frequently Asked Questions (FAQ's) for members available at www.cdslindia.com or may contact at Central Depository Services Limited, A Wing, 25th Floor, Marathon Futurex, Mafatal Mill Compounds, N M Joshi Marg, Lower Parel (East) Mumbai-400013 and at the designated email id: helpdesk.evoting@cdslindia.com or contact Number (022-23058543) or (022-23058542) or 18002005533 who address the grievances connected with the voting by electronic means. Members may also write to the Company Secretary at cs@niharinfo.com or the registered office of the Company.

For Nihar Info Global Limited

Sd/-
(B.S.N Suryanarayana)
Managing Director
Place : Hyderabad
Date : 04.09.2018

PENNAIR INDUSTRIES LIMITED

CIN: L27109AP1975PLC001919

Registered Office: Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500 084 Tel No.:+91 40 4006 1623

e-Mail ID: corporatecommunications@pennarindia.com Website: http://www.pennarindia.com

IMPORTANT & URGENT FOR YOUR IMMEDIATE ACTION

Ref: unit code/PAN/12345 /10

3rd September, 2018.

RAJA CHINTALAPATI SAV RAJA BAHADUR
PO LAKKAVARAM
CHODAVARAM TALUK
VIZAG DIST (AP)
ANDHRA PRADESH
531075

Dear Shareholder(s),

**Sub: (1) Mandatory updation of PAN and Bank details against your physical holding
(2) No physical transfers pursuant to SEBI- LODR notification**

The Securities and Exchange Board of India has by its circular SEBI/HO/DOP1/CIR/P/2018/73 dated 20th April, 2018 mandated that the companies through their Registrar and Transfer Agents ("RTA") take special efforts for collecting copies of PAN and bank account details for the security of the holders holding securities in physical form.

Those security holders whose folio(s) do not have complete details relating to their PAN and Bank Account, or where there is any change in the bank account details provided earlier, have to compulsorily furnish the details to RTA/ Company for registration /updation.

As per the records available with us, your folio needs to be updated with the PAN/Bank Account details. You are therefore requested to submit the following to update the records immediately on receipt of the letter to enable us to update the records

ACTION REQUIRED FROM YOU

- Enclosed format duly filled in and signed by all the shareholders
- Self-attested copy of Pan Card of all the holders of the security
- Cancelled Cheque leaf with name (if name is not printed, self-attested copy of the pass book showing the name of the account holder) of the first holder
- Address proof (self-attested Aadhaar-card) of the first holder
- Any change in the name of the holders

Members may please be informed that, pursuant to SEBI LODR Amendment Regulations, effective 5th December, 2018, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in the dematerialized form with a depository. Hence investors are encouraged to demat their physical holding for any further transfer.

In case if you have any queries or need any assistance in this regard, please contact:

Pennar Industries Limited
3rd Floor DHFLVC Silicon Towers,Kondapur,Hyderabad 500 084
Tele: 040-40061623-Email
id:corporatecommunications@pennarindia.com

M/s Karvy Computershare Pvt. Ltd.
Unit : Pennar Industries Limited
Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad – 500 032
Toll Free No.: 1800-3454-001
Email : einward.ris@karvy.com

Thanking you,

Yours faithfully,

For Pennar Industries Limited

Sd/

Mirza Mohammed Ali Baig

Company Secretary& Compliance Officer

FORMAT FOR FURNISHING THE PAN AND BANK DETAILS

Reference No: (pre-filled)1

To
Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad – 500 032

Dear sir,

Unit : Pennar Industries Limited

I/ We furnish below our folio details along with PAN and Bank mandate details for updation and confirmation of doing the needful. I/we are enclosing the self-attested copies of PAN cards of all the holders, original cancelled cheque leaf, Bank pass book and address proof viz., Aadhaar card as required for updation of the details:

Folio No.	
Address of the 1st named shareholder as per the share certificate	
Mobile No	
E-Mail id	

Bank Account Details : (for electronic credit of unpaid dividends and all future dividends)											
Name of the Bank											
Name of the Branch											
Account Number (as appearing in your cheque book)											
Account Type (Saving / Current / Cash Credit)	10 – Saving			11 – Current			13 – Cash Credit				
9 Digit MICR Number (as appearing on the MICR cheque issued by the bank) Please enclose a photocopy of a cheque for verification											
11 Digit IFSC Code											

	PAN No	Name	Signature
FirstHolder :			
JointHolder1 :			
JointHolder2 :			

Date:

Place:

NB: The above details will not be updated if the supporting documents are not attached and not duly signed by all the shareholders.