

5th September, 2018

To,
National Stock Exchange
Exchange Plaza,
Bandra Kurla Complex, Bandra(East),
Mumbai-400051

Ref: (Symbol: PERFECT)

Subject: Notice of 22nd Annual General Meeting (AGM) of the Company.

Dear Sir/ Madam,

Please find enclosed the notice convening the 22nd AGM of the Company to be held on Saturday, September 29, 2018 at 10.30 a.m. at R-637, TTC Industrial Area, MIDC, T.B. Road Rabale, Navi Mumbai- 400701.

In terms of provisions of the Regulation 34(1) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2011, the Annual Report for the FY 2017-18 will be filled with the stock exchange after it is approved and adopted at the AGM to be held on September 29, 2018.

Kindly take the same on your record.

Thanking you

Yours Faithfully,
For **Perfect Infraengineers Limited**


Poonam Maurya
Company Secretary & Compliance Officer
A41916



Encl. As above

Notice

NOTICE IS HEREBY GIVEN THAT TWENTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF PERFECT INFRAENGINEERS LIMITED WILL BE HELD ON SATURDAY, 29th SEPTEMBER, 2018 AT 10:30 AM, AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. R-637, TTC INDUSTRIAL AREA, MIDC RABALE, NAVI MUMBAI- 400701.

TO TRANSACT THE FOLLOWING BUSINESS

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements for the year ended 31st March, 2018 including the Audited Balance Sheet as at 31st March 2017 and the profit & loss Accounts for the year ended 31st March 2018.
2. Ratification of M/s JCR & Co. Chartered Accountants as Statutory Auditors for FY 2018-19.

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

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Audit and Auditors) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s JCR & Co., Chartered Accountants, (Firm Registration No. 105270W), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2019."

SPECIAL BUSINESS

3. Regularization of Mr. Bhanu Pratap Singh (DIN: 07182170) as an Independent Director of the Company.

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 Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Bhanu Pratap Singh (DIN: 07182170), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consequent years with effect from 21st March, 2018 up to the conclusion of twenty Seventh Annual General Meeting.



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4. To consider and Approve Issue, Offer and Allotment of Equity Shares to Promoters on Preferential Basis:

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

"RESOLVED THAT pursuant to the provisions of Section 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable Rules thereunder (the "Act"), and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Foreign Exchange Management Act, 1999, as amended, and rules and regulations framed thereunder as in force and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), the Registrar of Companies (the "RoC") and the Stock Exchanges where the shares of the Company are listed ("Stock Exchanges") and subject to requisite approvals, consents, permissions and/or sanctions, if any of them and other appropriate statutory, regulatory or other authority (including RBI) or subject to applicable guidelines of Foreign Exchange Management Act ("FEMA") and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting any such approvals, consents, permissions, and/ or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to the Board to offer, issue and allot, from time to time, on preferential basis, up to 618,519 equity shares of face value of Rs. 10/- each (Rupees Ten Only) fully paid-up against the conversion of unsecured loan at issue price of Rs. 27/- (including premium of Rs. 17/-) per share or at such price which shall not be less than the minimum applicable price as arrived at in accordance with the provisions of Chapter VII of SEBI ICDR Regulations, to Mrs. Manisha Mehta and Mr. Nimesh Mehta, the investors belonging to the Promoter category and on such other terms and conditions as may be approved by the Board.

RESOLVED FURTHER THAT the Relevant Date, as per the provisions of Chapter VII of the SEBI ICDR Regulations, for the determination of issue price of the equity shares is 29th day, August, 2018 i.e. 30 days prior to the date of the Annual General Meeting held on 29th day, September, 2018.

RESOLVED FURTHER THAT aforesaid issue of equity shares shall be subject to the following terms and conditions:

- The proposed allottee shall be required to bring in 100% of the consideration for the equity shares to be allotted to such proposed allottee, on or before the date of allotment thereof;
- The consideration for allotment of equity shares shall be paid to the Company from the bank accounts of the respective proposed allottee;
- The equity shares to be allotted to the proposed allottee shall be under lock-in for such period as may be prescribed by the SEBI ICDR Regulations;



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- d. The equity shares so allotted to the proposed allottee under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in there under;
- e. The equity shares shall be allotted within a period of 15 (fifteen) days from the date of passing this resolution provided where the allotment of the equity shares is pending on account of pendency of any approval of such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of such approval; and
- f. Allotment shall only be made in dematerialized form.

RESOLVED FURTHER THAT the equity shares proposed to be so allotted shall rank *pari passu* in all respects including as to dividend, with the existing fully paid up equity shares of face value of Rs. 10/- (Rupees Ten only) each of the Company.

RESOLVED FURTHER THAT subject to the SEBI ICDR Regulations and other applicable laws, the Board be and is hereby authorized to decide and approve terms and conditions of the issue of above mentioned equity shares and to vary, modify or alter any of the terms and conditions, including size of the issue, as it may deem expedient.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for the purpose of issue and allotment of the equity shares and listing thereof with the Stock Exchange, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchange for obtaining in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said equity shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Board."

Note:-

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act) in respect of the business under of the Notice, is annexed hereto.
2. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.
3. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.
4. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.



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5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
7. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/ demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Karvy Computershare Private Limited or the Secretarial Department of the Company immediately.
10. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Clause 40 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. A separate e-voting instructions slip will be sent, explaining the process of e-voting with necessary user id and password along with procedure for such e-voting. The Company has appointed Ms. Prajakta V Padhye, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

By Order of the Board of Directors
PERFECT INFRAENGINEERS LIMITED



MRS. MANISHA MEHTA
(DIN: 00247274)
CHAIRMAN & MANAGING DIRECTOR

Date: 3rd September, 2018
Place: Mumbai

Corporate Identification Number (CIN): L29190MH1996PLC099583

Registered Office: R-637, TTC Industrial Area, MIDC, T. B. Road, Rabale, Navi Mumbai - 400701

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URS is a member of Register of Standards (India) Ltd.
ISO 9001:2008 CERTIFIED COMPANY

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO.3

The Company has appointed Mr. Bhanu Pratap Singh (DIN: 07182170), as Additional and Independent Director on 21st March, 2018. The Board considers that it would be of immense benefit to the Company and it is desirable to avail their services as Directors. Accordingly, the Board recommends the resolution no. 5 in the Board Meeting dated 21st March, 2018, in relation to appointment of Mr. Bhanu Pratap Singh as an Independent Director, for the approval by the shareholders of the Company. Mr. Bhanu Pratap Singh (DIN: 07182170), has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013.

Brief Profile of Mr. Bhanu Pratap Singh is as follows:

Mr. Bhanu Pratap Singh, aged 54 years is the Non Executive & Independent Director of our company. He is a Bachelor of Technology (Electrical), MBA and PhD (Hon) in Production Management & Operation Management. He has wide experience of about 27 years. He is currently working as an SDE at MTNL (Mahanagar Telephone Nigam Limited). He has been a President & a CEO at various organizations like M/s Kouchan Knowledge and Convergence Pvt. Ltd., M/s Mentel Telecom Pvt. Ltd & The MLA Group Of Companies, Elfit Arabia (Riyadh). He has also worked in various other organizations M/s Udey Pyro Cables Pvt. Ltd, M/s Gujarat Telephone Cables Ltd., M/s Delton Cables Ltd., M/s RPG cables Ltd.

The Board of Directors has recommended the appointment of Mr. Bhanu Pratap Singh (07182170) as an Independent Director.

None of the Directors of the Company except Mr. Bhanu Pratap Singh are interested in the resolution.

Item No. 4

Perfect Infraengineers is engaged in the business of Mechanical, electrical and plumbing (MEP) turnkey project contracting & engineering. It is also engaged in the manufacture of Heating, Ventilation, and Air Conditioning (HVAC) components and equipment including control panels.

Pursuant to provisions of Section 42 and 62 (1)(c) of Companies Act, 2013 (the "Act") and Regulation 72 of SEBI ICDR Regulations, any preferential allotment of Securities needs to be approved by the shareholders by way of a Special Resolution.

The consent of the shareholders is being sought by a special resolution to enable the Board to issue equity shares as may be permitted under applicable laws in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder, SEBI ICDR Regulations, as amended, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015



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ISO 9001:2008 CERTIFIED COMPANY

and any other applicable laws, including with respect to the pricing of the securities proposed to be issued.

The proposed allottees of equity shares have not sold any equity shares of the Company during the six months preceding the Relevant Date i.e, 29th day, August, 2018. Therefore, in compliance with the provisions of applicable laws, the proposed resolutions as set out at item No. 4 is recommended for the approval of Shareholders' as Special Resolutions.

Further, in terms of Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 73 of the SEBI ICDR Regulations, the following disclosures are required to be made in the Explanatory Statement to the Notice:

a. The objects of the issue are:

- to convert the unsecured loan amount of up to Rs. 17,100,000 of Promoters given to Company.

b. The total number of securities to be issued

The resolution set out in the accompanying Notice authorizes the Board to issue to persons belonging to the Promoter and Promoter Group up to 618,519 equity shares on preferential basis.

c. Issue Price and Relevant Date

The equity shares proposed to be allotted to the Promoter / Promoter Group shall be issued at a price of Rs. 27/- per share including premium of Rs. 17/- per share or at such other price which shall not be less than the minimum applicable price arrived at in accordance with the provisions of Chapter VII of SEBI ICDR Regulations considering the Relevant Date, 29th day, August, 2018 i.e. 30 days prior to the date of Annual General Meeting which was held on 29th day, August, 2018.

d. Intention of promoters, directors or key managerial personnel to subscribe to the offer

The equity shares are being issued to the Promoter/Promoter Group.

Except the Mrs. Manisha Mehta and Mr. Nimesh Mehta, being the persons/entities forming part of the promoter / promoter group of the company, none of the Promoters, Directors or Key Managerial Personnel, intend to subscribe to any shares pursuant to this preferential issue of equity shares.

e. The pre issue and post issue shareholding pattern of the Company

Sr. no.	Particulars	Pre-Issue		Post Issue (on allotment of equity shares promoters)	
		No. of shares	%	No. of shares	%
(A)	Shareholding of Promoter and Promoter Group				
1	Indian				
(a)	Individual/HUF	4,555,172	48.23	5,173,691	51.41

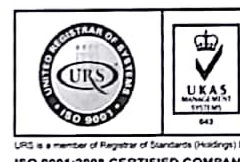


(b)	Bodies Corporate	-	-	-	-
	Sub- Total (A)(1)	4,555,172	48.23	5,173,691	51.41
2	Foreign Promoters				
(a)	Individual	-	-	-	-
(b)	Bodies Corporate	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	4,555,172	48.23	5,173,691	51.41
(B)	Non – Promoters' holding				
1	Institutional Investors		-		-
	Sub-Total (B)(1)		-		-
2	Non-institutional Investors				
(a)	Private Bodies Corporate	1,584,673	16.78	1,584,673	15.75
(b)	Directors and Relatives	-	-	-	-
©	Indian Public	2,549,933	27.00	2,549,933	25.34
(d)	HUFs	749,481	7.93	749,481	7.45
(e)	Others (Including NRIs)	6,000	0.06	6,000	0.06
	Sub-Total (B)(2)	4,890,087	51.77	4,890,087	48.59
	Total Shareholding of Non – Promoters' group (B)= (B)(1)+(B)(2)	4,890,087	51.77	4,890,087	48.59
	GRAND TOTAL (A)+(B)	9,445,259	100	10,063,778	100

f. The proposed time within which the allotment shall be completed

In terms of Chapter VII of the SEBI ICDR Regulations, preferential allotment of convertible warrants and equity shares to the entities belonging to promoter and non promoter group pursuant to the special resolution will be completed within a period of 15 (fifteen) days from the date of passing of resolutions at item No. 4 .

Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, Stock Exchange(s) or other concerned authorities.



g. The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them

Sr. No.	Name of the proposed allottees	Category	Present Holding		Present Issue (Equity shares)	Post Issue /conversion Shareholding*	
			No. Of equity shares	%		No. Of equity shares	%
1.	Mrs. Manisha Mehta	Promoter	1,953,832	20.69	592,593	2,546,425	25.30
2.	Mr. Nimesh Mehta	Promoter	2,566,053	27.17	25,926	2,591,979	25.76

h. The identity of the natural persons who are the ultimate beneficial owners of the equity shares and convertible warrants proposed to be allotted and/or who ultimately control the proposed allottees is as follows:

Sr. No.	Name and address of the proposed allottees	Category (Promoter/ Non - Promoter)	Names of Ultimate Beneficial Owners of the proposed allottee(s)
1.	Mrs. Manisha Mehta	Promoter	Mrs. Manisha Mehta
2.	Mr. Nimesh Mehta	Promoter	Mr. Nimesh Mehta

i. The change in control, if any, in the Company that would occur consequent to the preferential offer

As a result of the proposed preferential issue of equity shares, there will be no change in the control or management of the Company. However, voting rights will change in accordance with the shareholding pattern.

j. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price

There was no allotment of equity shares on preferential basis made by the Company during the current financial year 2018-19.

However in the financial year 2017-18, Company had made an allotment of 1,735,851 equity shares of Rs. 10/- each to the entities belonging to the Non-promoters which got listed and traded with effect from February 22, 2018.

k. Lock-in

- The equity shares to be allotted on a preferential basis to entities belonging to the promoter/ promoter group shall be subject to 'lock-in' for a period of one year from the date of trading



approval for such equity shares in accordance with Regulation 78(2) of the SEBI ICDR Regulations.

- The entire pre-preferential allotment shareholding of the proposed allottees, if any, belonging to the Promoter/ Non - Promoter group, shall be under locked-in from the Relevant Date up to a period of six months from the date of trading approval as per Regulation 78(6) of the SEBI ICDR Regulations.

l. The Company hereby undertakes that

- It would re-compute the price of the securities specified above in terms of the provisions of the SEBI ICDR Regulations, if it is required to do so.
- If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the above specified securities shall continue to be locked in till the time such amount is paid by allottees.

m. Auditor's Certificate

The certificate from M/s JCR & Co, Chartered Accountants being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements contained in Chapter VII of SEBI ICDR Regulations shall be available for inspection at the Registered Office of the Company during 11:00 a.m. to 5:00 p.m. (office hours) on all the working days except (Public holidays and Saturdays) up to the date of Annual General Meeting.

n. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not applicable

o. Other disclosures:

- Neither the Company nor any of its Promoters or Directors is willful defaulter.
- The Proposed Promoter / Promoter Group entities have not sold any equity shares during the six months preceding the Relevant Date

As it is proposed to issue equity shares on preferential allotment basis, the approval of the shareholders by way of a Special Resolution is required in terms of the applicable provisions of the Companies Act, 2013 and the SEBI (ICDR) Regulations. The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and its members and therefore recommends the Special Resolution for your approval.



(Formerly known as Perfect Alcon Engineering Ltd.) CIN No.: L29190MH1996PLC099583

Website: www.perfectinfra.com • Email : nm@perfectinfra.com

REGD. OFFICE : Plot No. R-637, T.T.C. Industrial Area, Thano Belapur Road,
MIDC Rabale, Navi Mumbai - 400 701. Tel.: 2760 6264

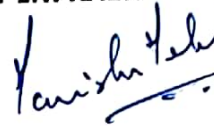
CORPORATE OFFICE :
168, Bhanushali Chambers,
Sant Tukaram Road, Mumbai - 400 009.
Tel.: 2348 0129 / 2348 2226 / 27

ADMINISTRATIVE OFFICE:
C-303, Kailash Esplanade,
L.B.S. Marg, Ghatkopar (West),
Mumbai - 400 086.

Except Mrs. Manisha Mehta none of the Directors and Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested in this Resolution.

By Order of the Board of Directors

PERFECT INFRAENGINEERS LIMITED



MRS. MANISHA MEHTA
(DIN: 00247274)

CHAIRMAN & MANAGING DIRECTOR



Date: 3rd September, 2018

Corporate Identification Number (CIN): L29190MH1996PLC099583

Registered Office:

R-637, TTC Industrial Area, MIDC, T. B. Road, Rabale, Navi Mumbai - 400701



ATTENDANCE SLIP OF 22ND ANNUAL GENERAL MEETING

Perfect Infraengineers Limited Registered Office R-637, TTC Industrial Area, MIDC , T.B. Road Rabale, Navi Mumbai- 400701 Contact No. 9821931014 / 9664171017 Email.id mm@perfectinfra.com / neeharika@perfectinfra.com Website: www.perfectinfra.com.

ATTENDANCE SLIP

Venue of the meeting : R-637, TTC Industrial Area, MIDC , T.B. Road Rabale, Navi Mumbai- 400701

Day, Date & Time: Saturday, 29th September 2018 at 10.30 A.M

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

Name	
Address	
DP Id*	
Client Id*	
Folio No.	
No. of shares held	

*Applicable for investors holding shares in Electronic form.

I certify that I am the registered shareholders/proxy for the registered shareholder of the Company.

I hereby record my presence at the 22nd Annual General Meeting of the Company on Saturday, 29th September 2018 at 10.30 A.M At R-637, TTC Industrial Area, MIDC, T.B. Road Rabale, Navi Mumbai- 400701.

Signature of Member / Proxy



Perfect Infraengineers Limited Registered Office R-637, TTC Industrial Area, MIDC , T.B. Road Rabale, Navi Mumbai- 400701 Contact No. 9821931014 / 9664171017 Email.id mm@perfectinfra.com / neeharika@perfectinfra.com Website: www.perfectinfra.com.

Form No. MGT 11

Proxy Form

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

Venue of the meeting: R-637, TTC Industrial Area, MIDC , T.B. Road Rabale, Navi Mumbai- 400701.

Day, Date & Time : Saturday, September 29, 2018 at 10.30 A.M

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

Name	
Address	
DP Id*	
Client Id*	
Folio No.	
No. of shares held	

*Applicable for investors holding shares in Electronic form.

I/We _____ of _____
_____ being the member/members of Perfect Infraengineers Limited hereby appoint the following as my/our Proxy to attend vote on a poll (for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company, to be held on Friday September 29, 2017 at 10.30 A.M

am and at any adjournment thereof) in respect of such resolutions as are indicated below;

1. Name _____ Registered address _____

Email id _____ Signature _____
or failing him/her

2. Name _____ Registered address _____

Email id _____ Signature _____
or failing him/her

3. Name _____ Registered address _____

Email id _____ Signature _____

** I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated:

Sl.No.	Resolution	Number of shares held	For	Against
Ordinary Business				
1	Adoption of audited financial statements of the Company (including consolidated financial statements) for the year ended March 31, 2018, together with the reports of the Directors and the Auditors thereon.			
2	Ratification of M/s. JCR & Co., Chartered Accountants as Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the next Annual General meeting.			
Special Business				
1	Regularization of Mr. Bhanu Pratap Singh (DIN: 07182170) as an Independent Director of the Company.			
2	To consider and Approve Issue, Offer and Allotment of Equity Shares to Promoters on Preferential Basis.			

This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signature (s) of Member(s)

1. _____ 2. _____

Signed this ----- day of ----- 2018.

Notes:

1. The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY EIGHT HOURS before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.