Silver Touch™
TECHNOLOGIES

STTL/NSE/2018/AUG/01
Date: 03/08/2018

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051.

Symbol: SILVERTUC

Dear Sir / Madam,

Subject: Notice of Annual General Meeting

Pursuant to Regulation 30 of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, This is to inform you that the 24th Annual General Meeting of the Silver Touch Technologies Limited for the F.Y 2017-18 is scheduled to be held on **Thursday, 30th August, 2018 at 12:30 PM at Conference Room, 10th Floor, Saffron Towers, Nr Panchwati Circle, Ambawadi, Ahmedabad-380006** to transact the business as enumerated in the Notice thereof.

The Notice of 24th Annual General Meeting is attached herewith.

Please take the same on record and oblige.

Yours Faithfully,
For, Silver Touch Technologies Limited

Dipesh

Dipesh Solanki
Company Secretary & Compliance officer

Silver Touch Technologies Ltd. Ahmedabad

NOTICE

To,

The Members of M/s. Silver Touch Technologies Limited

NOTICE is hereby given that the 24th(Twenty Fourth) Annual General Meeting of the Members of M/s. Silver Touch Technologies Limited will be held on Thursday, the 30th Day of August, 2018, at 12:30 P.M. at the Conference Room, 10thFloor, Saffron Building, Nr. Panchwati Circle, Ambawadi, Ahmedabad-380006, to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt:
   a. The Audited Standalone 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; and
   b. The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Report of the Auditors thereon.
2. To Approve the Final Dividend of Rs. 0.50/- per Equity Share (5%) of the Face value of Rs. 10/- Each for the financial year 2017-18.
3. To appoint Director in place of Mr. Vipul H Thakkar (DIN: 00169558), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To appoint Director in place of Mr. Palak V Shah (DIN: 00306082), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
5. Appointment of the Statutory Auditors of the Company and to fix their remuneration and to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

   "**RESOLVED** THAT pursuant to the provision of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under (including any statutory modifications or re-enactment thereof for the time being in force), if any, the Company hereby appoints M/s. Priyam R Shah & Associates, Chartered Accountants (FRN.: 118421W), Chartered Accountants, Ahmedabad, as the Statutory auditors of the Company, to hold the office as the Statutory Auditors from the conclusion of 24th Annual General Meeting till the Conclusion of 29th Annual General Meeting of the Company to be held in the calendar year 2023, at such remuneration plus applicable goods and service tax and out of pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors."

Regd. Office:

2nd Floor, Saffron Tower,
Nr. Panchvati Circle,
Ambawadi, Ahmedabad-380006
(CIN: U72200GJ1995PLC024465)
Phone: + 91 79 26563158
Fax: + 91 79 26561624
Website: www.silvertouch.com
Email Id: cs@silvertouch.com

For and Behalf of the Board
For, Silver Touch Technologies Limited

Sd/-
Vipul Thakkar
(Chairman & Managing Director)
(DIN: 00169558)

Place: Ahmedabad
Date: 24th July, 2018

NOTES

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out all material facts concerning the aforesaid business as required is annexed hereto.

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 the proxy need not be a member of the Company. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10%) percent of the total share capital of the company carrying voting rights. A member holding more than ten (10%) percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The instrument of proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the registered office of the Company not less than 48 hours before the time for holding the aforesaid meeting.
3. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the 24th Annual General Meeting.
4. The attention of the members of the Company is invited that pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended from time to time, the exemption with respect to voting by electronic means is available to the Company which are referred to in Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) regulations, 2009 and therefore your company has opted to hold this meeting of the members physically only.
5. The Company has appointed M/s. Link Intime India Private Limited, as its Registrars and Share Transfer Agents for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and name of the Company as Silver Touch Technologies Limited
6. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the meeting so that the information required may be made available at the meeting.
7. Members/ proxies should bring the attendance slip duly filled in for attending the meeting.
8. Members are requested to bring their copies of the Annual Report to the Meeting
9. The Ministry of Corporate Affairs has allowed paperless compliances by companies through electronic mode by providing the same under the Companies Act, 2013 and rules framed thereunder. The Members can now receive various notices and documents including Annual Reports through electronic mode. Members who have not registered their e-mail address are encouraged to participate in this green initiative by registering their e-mail id for e-communication. Members holding shares in dematerialized form are requested to register / update their e-mail id for e-communication with the Depository Participants, while Members holding shares in physical form are requested to register their e-mail id by sending a request on ahmedabad@linkintime.co.in or cs@silvertouch.com. Even after registering for e-communication, Member(s) are entitled to receive communication(s) including Annual Report in physical form, free of cost, on receipt of written request for the same. Members may also note that the Annual Report for the financial year 2017-18 together with the Notice of 24th Annual General Meeting, Attendance Slip, Proxy Form and Route Map will also be available on the website of the Company viz. www.silvertouch.com for their download.
10. Subject to the provisions of the Act, dividend as recommended by the Board, if declared at the Meeting will be paid within a period of thirty days from the date of declaration, to those members whose names appear on the Register of Members as on 23-08-2018 i.e. the Record date for the members who shall be eligible for dividend.
11. The Company has set Thursday, 23-08-2018 as the "Cut-off Date" for taking record of the shareholders of the

Company who will be eligible for casting their vote on the resolution to be passed in the ensuing Annual General Meeting.

12. The Register of Member and Share Transfer Book of the Company will remain close from Thursday, 23-08-2018 to Thursday, 30-08-2018 (Both Days inclusive) for the purpose of 24th Annual General Meeting of the Company.
13. In case of joint-holding, the Voting Poll Paper Form must be completed and signed (as per the specimen Signature registered with the Company) by the first named Shareholder and in his/ her absence, by the next named Shareholder.
14. Unsigned or incomplete and improperly or incorrectly ticked Voting Poll Papers shall be rejected
15. A person who acquires shares and becomes shareholder of the Company after the dispatch of the Notice and remains a Shareholder as on 23-08-2018 can remain present and cast their vote at the Ensuing Annual General Meeting.
16. Route map to the venue of the AGM is appended to the Notice of AGM.

Encl:

1. Proxy Form as in MGT 11
2. Attendance Slip

Relevant Details as stipulated under Regulation 36 (3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, in respect of directors seeking appointment/reappointment as Director under Item no. 3 & 4, are as under:

Name of the Director	Mr Vipul H Thakkar	Mr Palak V Shah
Age	47 Years	47 Years
Qualification	Diploma in Computer Technology, BCA, MBA	Bachelor of Engineering in Computers
Experience	Mr. Vipul H. Thakkar is Chairman & Managing Director and one of the Promoter of our Company. He has overall experience of 22 years in E-Governance, Software solution and Networking. He is looking after e Governance & administration department in our Company	Mr. Palak V. Shah is Whole Time Director and one of the promoter of our Company. He has overall experience of 21 years in Information Systems Planning and executing large software projects on the Internet and in E-Governance Project. He is currently looking after software development & finance.
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	Mr Vipul H Thakkar was re-appointed as Managing Director of the Company in the Extra Ordinary General Meeting of the Company held on 27th April, 2017 for the terms of 03 Years from 01/04/2017 to 31/03/2020. In terms of Section 152 of the Companies Act, 2013, he retires by Rotation and being eligible offer himself for re-appointment.	Mr Palak V Shah was re-appointed as Whole-Time Director of the Company in the Extra Ordinary General Meeting of the Company held on 27th April, 2017 for the terms of 03 Years from 01/04/2017 to 31/03/2020. In terms of Section 152 of the Companies Act, 2013, he retires by Rotation and being eligible offer himself for re-appointment.
Remuneration Last Drawn	Rs 40,80,000 P.A	Rs. 36,00,000 P.A
No. of Shares held in the Company as at 31st March, 2018	23,43,510 Equity Shares	5,69,280 Equity Shares

Date of First Appointment on the Board	02/02/1995	06/10/2006
Relationship with other Directors, Managers, KMPs	————————	————————
The number of Meetings of the Board attended during the year	11 (Eleven)	14 (Fourteen)
Directorship in other Companies	• Silver Touch Technologies (UK) Ltd • Silver Touch Technologies Inc. • Silver Touch Technologies SAS • Gesia IT Association	• Silver Touch Technologies (UK) Ltd • Silver Touch Technologies Inc
Membership/ Chairmanship of Committees of other Boards	**Member of:** - Audit Committee - Nomination & Remuneration Committee **Chairman of:** - CSR Committee	**NIL**

Explanatory Statement [Pursuant to Section 102 of the Companies Act, 2013]

Item No. 5:

M/s Priyam R Shah & Associates, Chartered Accountants (FRN.: 118421W), Ahmedabad, was appointed as the Statutory Auditor of the Company by the Shareholders in the Extra Ordinary General Meeting held on 05th March, 2018, to carry out the Statutory Audit for the FY 2017-18 and to hold the office as the Statutory Auditor up to the Conclusion of this Annual General Meeting.

Accordingly the term of Statutory Auditors M/s Priyam R Shah & Associates, Chartered Accountants (FRN.: 118421W), Ahmedabad is due to expire after conclusion of this Annual General Meeting and eligible to be re-appointed for further period of 05 Years i.e from the Conclusion of 24th Annual General Meeting till the Conclusion of 29th Annual General Meeting of the Company to be held in the calendar year 2023 subject to the approval of the Shareholders through Ordinary Resolution pursuant to the provision of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under.

Accordingly, the Board of Directors proposes Ordinary Resolution as contained in the item no. 5 to the Members for their consideration and approval.

None of the Directors, Key Managerial Persons or their relatives are in any way, concerned or interested (financially or otherwise) in the said resolution.

Regd. Office:

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Phone: + 91 79 26563158
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Website: www.silvertouch.com
Email Id: cs@silvertouch.com

For and Behalf of the Board

For, Silver Touch Technologies Limited

Sd/-
Vipul Thakkar
(Chairman & Managing Director)
(DIN: 00169558)

Place: Ahmedabad
Date: 24th July, 2018

SILVER TOUCH TECHNOLOGIES LIMITED

R.O.: 2nd Floor, Saffron, Nr. Panchvati Circle, Ambawadi, Ahmedabad - 380015.

Tel.: +91 79 2656 3158|Fax: +91 79 26561624|CIN: U72200GJ1995PLC024465|Website: www.silvertouch.com

Form MGT-11

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 :

Email Id :

DP Id-Client Id :

I/ We being the member of Silver Touch Technologies Ltd., holding….....shares, hereby appoint

1. Name : _____

   Address : _____

   E-mail ID: _____ Signature _____

2. Name : _____

   Address : _____

   E-mail ID: _____ Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24thAnnual General Meeting of members of the Company, to be held on 30.08.2018 at 12:30 pm. at 10th Floor, Saffron, Nr. Panchwati Circle, Ambawadi Ahmedabad - 380006, Gujarat, and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Description of Resolution ORDINARY RESOLUTION	Vote	
		For	Against
1.	To receive, consider and adopt:		
	a. The Audited Standalone 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; and		
	b. The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Report of the Auditors thereon.		
2.	To Approve the Final Dividend of Rs. 0.50/- per Equity Share (5%) of the Face value of Rs. 10/- Each for the financial year 2017-18.		
3.	To Appoint Director in place of Mr. Vipul H Thakkar (DIN: 00169558), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.		
4.	To Appoint Director in place of Mr. Palak V Shah (DIN: 00306082), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment		
5.	Appointment of the Statutory Auditors of the Company and to fix their remuneration		

Signed this ….. Day of……, 2018

Signature of Shareholder

Name of Shareholder: ……..

Signature of Proxy holder(s)

Name of Proxy holder(s): ……..

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

SILVER TOUCH TECHNOLOGIES LIMITED

R.O.: 2nd Floor, Saffron, Nr. Panchvati Circle, Ambawadi, Ahmedabad - 380015.

Tel.: +91 79 2656 3158|Fax: +91 79 26561624|CIN: U72200GJ1995PLC024465|Website: www.silvertouch.com

ATTENDANCE SLIP

(To be presented at the entrance)

24th ANNUAL GENERAL MEETING

Thursday, 30.08.2018 AT 12:30 PM

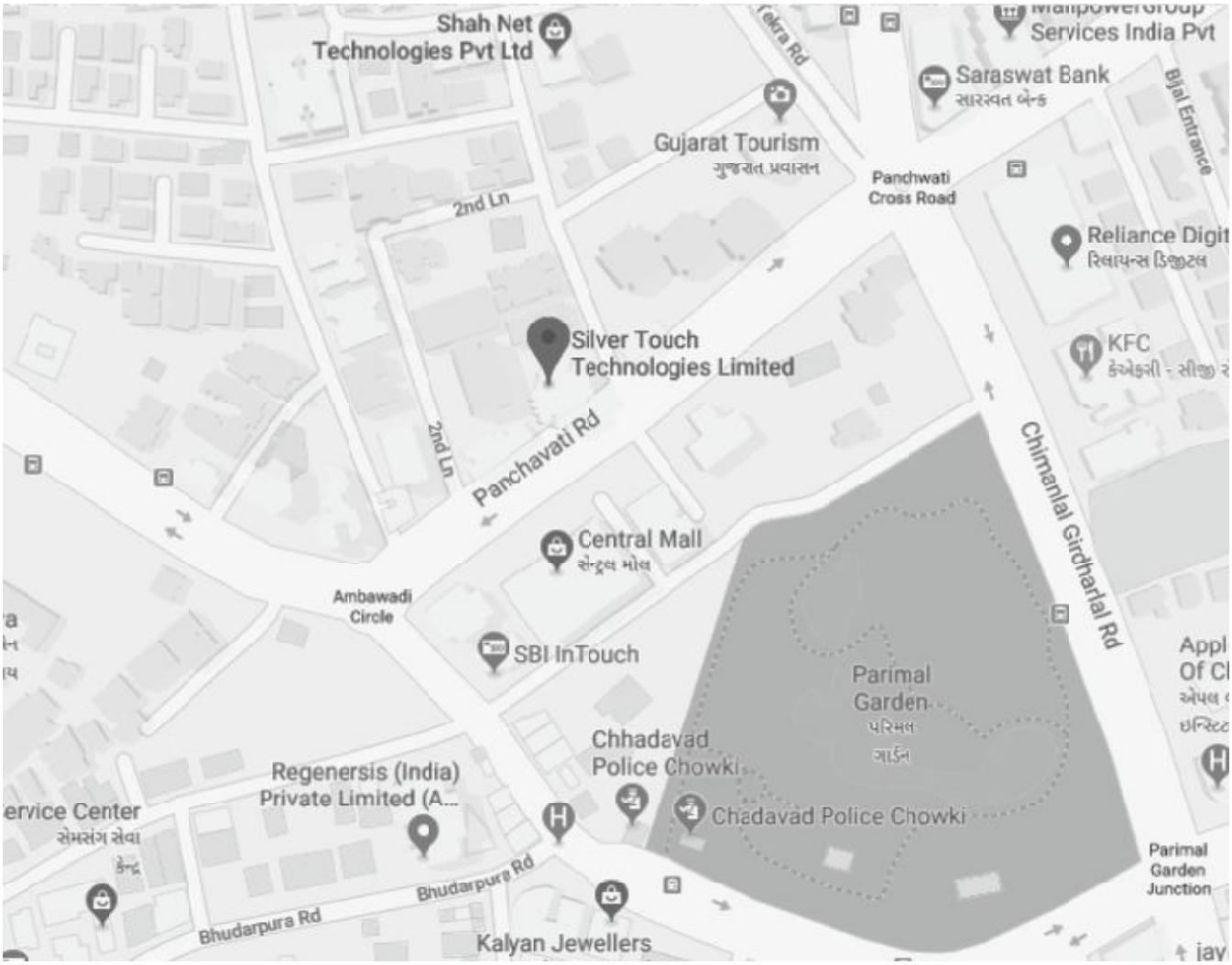
at 10thFloor, Saffron, Nr. Panchvati Circle, Ambawadi, Ahmedabad - 380015.

DP ID-CLIENT ID: _____

Name of Member : _____ Signature : _____

Name of Proxy (If Any) _____Signature : _____

Note:

1. Only Member/ Proxy holder can attend the meeting.
2. Member/ Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

Rout Map of AGM Venue of SILVER TOUCH TECHNOLOGIES LIMITED :