Quick Heal
Security Simplified

Quick Heal Technologies Ltd.
(Formerly Known as Quick Heal Technologies Pvt. Ltd.)
Regd. Office: Marvel Edge, Office No. 7010 C & D,
7th Floor, Viman Nagar, Pune 411014,
Tel.: +91 206681 3232 Email : info@quickheal.com
CIN - L72200MH1995PLC091408

Ref. No.: QHTL/Sec/SE/2018-19/24

13th July, 2018

The Manager,
Corporate Services,
BSE Limited,
14th floor, P J Towers, Dalal Street,
Mumbai – 400 001
Ref: Security ID : QUICKHEAL
Security Code: 539678

The Manager,
Corporate Services,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Symbol: QUICKHEAL
Series : EQ

Dear Sir/Madam,

Subject: **Intimation under Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements), 2015**

Reference: **Our letter No. Ref No.: QHTL/Sec/SE/2018-19/22 dated 5th July, 2018**

We have informed your office, vide our referred letter, that the 23rd Annual General Meeting of the Company shall be held on Wednesday, 8th August, 2018.

In continuation of the above letter and in compliance with 30(2) of SEBI (Listing Obligations and Disclosure Requirements), 2015, we enclose herewith Notice of the 23rd Annual General Meeting of the Company scheduled to be held on Wednesday, 8th August, 2018 at 11:00 am at Ramee Grand Hotel & Spa, Plot No. 587/3, CST No. 1221/C, Apte Road, Shivaji Nagar, Pune – 411 004.

This is for your information and records.

Please acknowledge the receipt.

Thanking you.

For **Quick Heal Technologies Limited**

Raghav Mulay
Company Secretary

Encl: As Above

Quick Heal Technologies Limited (Formerly Known as Quick Heal Technologies Pvt. Ltd.) Pune

Notice

Notice is hereby given that the 23rd Annual General Meeting of the Members of Quick Heal Technologies Limited will be held on Wednesday, 8 August 2018 at 11:00 A.M. at Ramee Grand Hotel & Spa, Plot. No. 587/3, CST No. 1221/C, Apte Road, Shivaji Nagar, Pune - 411 004, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements (including consolidated financial statements) of the Company for the financial year ended 31st March 2018 together with the Reports of the Directors and Auditors thereon.
2. To declare Dividend on equity shares.
3. To appoint a director in place of Mr. Shailesh Lakhani (DIN: 03567739), who retires by rotation and, being eligible, offers himself for re-appointment.
4. Ratification of appointment of auditors

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

   "RESOLVED THAT pursuant to the provisions of sections 139 and other applicable provisions, if any, of the Companies Act, 2013, read together with Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the consent of the members of the Company be and is hereby given for ratification of appointment of M/s. SRBC & Co LLP (Firm Registration No. 324982E), Chartered Accountants, as the Statutory Auditors of the Company, to hold office from this Annual General Meeting till the conclusion of next Annual General Meeting, on such remuneration, as may be mutually agreed between the Board/Audit Committee and the Auditors."

SPECIAL BUSINESS

5. Appointment of Ms. Priti Rao as an Independent Director

   To consider and, if thought fit, pass the following resolution as an ordinary resolution

   "RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Priti Jay Rao (DIN: 03352049) who was appointed as an Additional, Non-Executive, Independent Director by the Board of Directors of the Company with effect from 10th April, 2018 and who holds office upto the date of this Annual General Meeting of the Company, who, being eligible, offers herself for appointment and in respect of whom the Company has received a notice from a member in writing under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director on the Board of Directors of the Company to hold office for 5 (five) consecutive years up to 09th April, 2023.

   RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, appointment of Ms. Priti Rao, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 years, be and is hereby approved.

6. Appointment of Mr. Manu Parpia as an Independent Director

   To consider and, if thought fit, pass the following resolution as an ordinary resolution

   "RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Manu Parpia (DIN: 00118333) who was appointed as an Additional, Non-Executive, Independent Director by the Board of Directors of the Company with effect from 10th May, 2018 and who holds office upto the date of this Annual General Meeting of the Company, who, being eligible, offers himself for appointment and in respect of whom the Company has received a notice from a member in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director on the Board of Directors of the Company to hold office for 5 (five) consecutive years up to 09th May, 2023.

   RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, appointment of Mr. Manu Parpia, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 years, be and is hereby approved.

BY ORDER OF THE BOARD OF DIRECTORS

Kailash Katkar
Managing Director & CEO
DIN: 00397191
Place: Pune
Date: May 10, 2018

Notes

1. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, with respect to the Special Business to be transacted as aforesaid is annexed hereto.
2. Pursuant to SS-2 i.e. Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the meeting venue showing the prominent landmarks is given elsewhere in this Notice. The Company has also uploaded the above route map on its website at http://www.quickheal.com/investors.
3. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY, IN ORDER TO BE EFFECTIVE MUST BE DULY FILLED, STAMPED, SIGNED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
4. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other shareholder.
5. Corporate Members are requested to send to the Company a duly certified copy of the Board Resolution authorising their representative to attend and vote at the Annual General Meeting.
6. Members/Proxies are requested to bring duly filled attendance slips to be deposited with the Company officials at the venue of the meeting.
7. 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.
8. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
9. The Register of Members and Share Transfer Books shall remain closed from Thursday, 2nd August, 2018 to Wednesday, 8th August, 2018 (both days inclusive), for determining the names of Members eligible for the dividend for the financial year ended 31st March 2018.
10. The dividend, as recommended by the Board of Directors, if declared by the Members at the 23rd Annual General Meeting, will be paid at par on or before 31st August, 2018:
    a. In respect of shares held in dematerialised form, to the beneficial owners of the shares as at the close of business hours on Wednesday, 1st August, 2018, as per the details furnished by National Securities Depository Limited and Central Depository Services (India) Limited.
    b. In respect of shares held in physical form, to the Members whose names appear in the Company's Register of Members on Wednesday, 1st August, 2018.
11. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Link Intime.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of 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 Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Link Intime.
13. Non-Resident Indian Members are requested to inform Link Intime, immediately of: a) Change in their residential status on return to India for permanent settlement. b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
14. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts and Arrangements in which Directors are Interested, as maintained under Section 170 and section 189 respectively of the Companies Act, 2013, will be available for inspection by the Members at an Annual General Meeting.
15. Information and other instructions relating to e-Voting are as follows:
    (i) The voting period begins on Sunday, 5th August, 2018 at 12:01 AM (IST) and ends on Tuesday, 7th August, 2018 at 5:00 PM (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of Wednesday, 1 August, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
    (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
    (iii) Click on Shareholders / Members

Notes (Contd.)

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

Notes (Contd.)

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

16. Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 read with Secretarial Standard-2 on General Meetings effective 1 October 2017, brief profile of the director eligible for re-appointment, vide item no. 3 is as follows:

Particulars	Mr. Shailesh Lakhani
DIN	03567739
Date of Birth & Age	16th September, 1978, Age: 40
Date of Appointment	24th September, 2015
Qualifications	Masters in Business Administration
Experience	Investment Advisory
Directorship held in other listed entities	Nil
Membership/Chairmanship of Committees of listed entities (includes on Audit committee & Stakeholders Relationship Committee)	Nil
Number of Shares held in the Company	Nil
Relationship with any Director (s) and KMPs of the Company	Nil
Number of Meetings Attended During the year	03

17. Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 read with Secretarial Standard-2 on General Meetings effective October 01, 2017, brief profile of the director eligible for appointment, vide item no. 5 is as follows:

Particulars	Ms. Priti Rao
DIN	03352049
Date of Birth & Age	17th June, 1959, Age: 59
Date of Appointment	10th April, 2018
Qualifications	Post Graduate Degree in Computer Science from Indian Institute of Technology, Mumbai
Experience	24 years diverse experience in IT service industry
Directorship held in other listed entities	Mastek Limited
Membership/Chairmanship of Committees of listed entities (includes on Audit committee & Stakeholders Relationship Committee)	Mastek Limited - Member of Audit Committee
Number of Shares held in the Company	Nil
Relationship with any Director (s) and KMPs of the Company	Nil
Number of Meetings Attended during the year 2017-18	N.A.

Notes (Contd.)

18. Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 read with Secretarial Standard-2 on General Meetings effective 1 October 2017, brief profile of Directors eligible for re-appointment vide item no. 6 is as follows:

Particulars	Mr. Manu Parpia
DIN	00118333
Date of Birth & Age	16th January, 1950, Age: 68
Date of Appointment	10th May, 2018
Qualifications	1. Bachelor's Degree in Chemical Engineering from McGill University, Canada 2. MBA from Harward Graduate School of Business Administration, USA 3. Diploma in Finance & Accounting from England
Experience	Over 35 years of experience in the industry, with over 25 years in the PLM and Engineering arena
Directorship held in other listed entities	1. NESCO Limited 2. 3DPLM Software Solutions Limited
Membership/ Chairmanship of Committees of listed entities (includes on Audit committee & Stakeholders Relationship Committee)	NESCO Limited - Member of Audit Committee 3DPLM Software Solutions Limited - Member of Stakeholders Relationship Committee
Number of Shares held in the Company	35,000
Relationship with any Director (s) and KMPs of the Company	Nil
Number of Meetings Attended during the year 2017-18	N.A.

19. Members desiring any information as regards to financial statements are requested to write to the Company at least seven days in advance of the meeting date so as to enable the management to keep the information ready.

20. Members who wish to claim dividends, which remain unclaimed, are requested to correspond to the Company at cs@quickheal.co,in or 'Company Secretary' at the Company's Registered Office. Members are requested to note that dividends which are not en-cashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund maintained by the Government of India.

21. As a measure of austerity and green initiatives of the Company, copies of Annual Report will not be distributed at the Annual General Meeting.

22. With a view to take "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies, the Ministry of Corporate Affairs (the 'Ministry') has allowed companies to share documents with Members through electronic communication. It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow public at large to contribute towards a greener environment. This is a golden opportunity for every Member to support the initiative of the Ministry. To support this initiative of the Ministry and in view of Green Movement, the Company will henceforth send documents to Members in electronic form, at the e-mail address provided by Members with their respective depositories. In case Members desire to have a different e-mail address to be registered, they may please update the same with their respective Depository Participant. Registering e-mail address helps to receive communication promptly, reduce paper consumption and save trees, eliminate wastage of paper, avoid loss of document in postal transit and save costs on paper and on postage. The Company will also make available a copy of its Annual Report and quarterly results on the Company's website.

23. Members are requested to communicate matters relating to shares, including dividend matters to the Company's Registrar and Share Transfer Agent at the following address: Link Intime India Private Limited (Unit: Quick Heal Technologies Limited) CIN - U67190MH1999PTC118368 Block No. 202, Second Floor, Akshay Complex, Off Dhole Patil Road, Pune 411 001, India Tel.: +91 (20) 2616 1629 / 2616 0084 Fax: +91 (20) 2616 3503 E-mail: pune@linkintime.co.in Website: www.linkintime.co.in

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

Item No. 5

Ms. Priti Jay Rao (DIN: 03352049) was appointed as an Additional Director of the Company with effect from 10 April, 2018, pursuant to section 161 read together with Article 38 of the Articles of Association of the Company. She holds the office of Additional Director till the ensuing Annual General Meeting and is eligible for appointment as an Independent Director.

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Notes (Contd.)

Ms. Priti Jay Rao has consented to act as Director of the Company and has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Ms. Rao fulfills the conditions specified in the Act and the Rules made thereunder for appointment as Independent Director and she is independent of the management.

The Board, based on the recommendation of the Nomination and Remuneration Committee, commends her appointment as Independent Director for a period of five years from 10 April, 2018 up to 9 April, 2023.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Ms. Priti Jay Rao as Independent Director is now being placed before the Members in General Meeting for their approval.

The terms and conditions of appointment of Ms. Priti Jay Rao, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day of the Company.

The Board commends the Resolution as set out at Item No. 5 of the Notice for your approval.

Ms. Priti Jay Rao is interested and concerned in the Resolution mentioned at Item No.5 of the Notice and other than Ms. Priti Jay Rao, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No.5 of the Notice.

Item No. 6

Mr. Manu Parpia (DIN: 00118333) was appointed as an Additional Director of the Company with effect from 10 May, 2018, pursuant to section 161 read together with Article 38 of the Articles of Association of the Company. He holds the office of Additional Director till the ensuing Annual General Meeting and is eligible for appointment as an Independent Director.

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Mr. Manu Parpia has consented to act as Director of the Company and has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Mr. Manu Parpia fulfills the conditions specified in the Act and the Rules made thereunder for appointment as Independent Director and she is independent of the management.

The Board, based on the recommendation of the Nomination and Remuneration Committee, commends his appointment as Independent Director for a period of five years from 10th May, 2018 up to 9 May, 2023.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Manu Parpia as Independent Director is now being placed before the Members in General Meeting for their approval.

The terms and conditions of appointment of Mr. Manu Parpia, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day of the Company.

The Board commends the Resolution as set out at Item No. 6 of the Notice for your approval.

Mr. Manu Parpia is interested and concerned in the Resolution mentioned at Item No.6 of the Notice and other than Mr. Manu Parpia, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No.6 of the Notice.

BY ORDER OF THE BOARD OF DIRECTORS

Kailash Katkar
Managing Director & CEO
DIN: 00397191
Place: Pune
Date: May 10, 2018

Quick Heal Technologies Limited

E-mail: cs@quickheal.co.in Website: www.quickheal.com

FORM NO. MGT-11

Proxy Form

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

CIN: : L72200MH1995PLC091408
Name of the Company: : Quick Heal Technologies Limited
Registered Address: : Marvel Edge, Office No. 7010 C & D 7th Floor, Viman Nagar, Pune - 411 014 Tel: (020)-66813232

Name of the Member(s) : _____
Registered Address : _____ Email Id: _____
Folio No / Client ID : _____ DP ID: _____

I / We being the member(s) of Equity Shares of _____ Quick Heal Technologies Limited, hereby appoint

1. Name : _____
   Address : _____
   Email ID : _____ , or failing him / her _____
   Signature

2. Name : _____
   Address : _____
   Email ID : _____ , or failing him / her _____
   Signature

3. Name : _____
   Address : _____
   Email ID : _____ , or failing him / her _____
   Signature

as my/ our proxy to attend and vote (on a poll) for me / us and on my/ our behalf at the 23rd Annual General Meeting of the Company, to be held on Wednesday, August 8, 2018 at 11.00 AM at Ramee Grand Hotel & Spa, Plot. No. 587/3, CST No. 1221/C, Apte Road, Shivaji Nagar, Pune - 411 004, and at any adjournment thereof in respect of such resolutions as are indicated below:

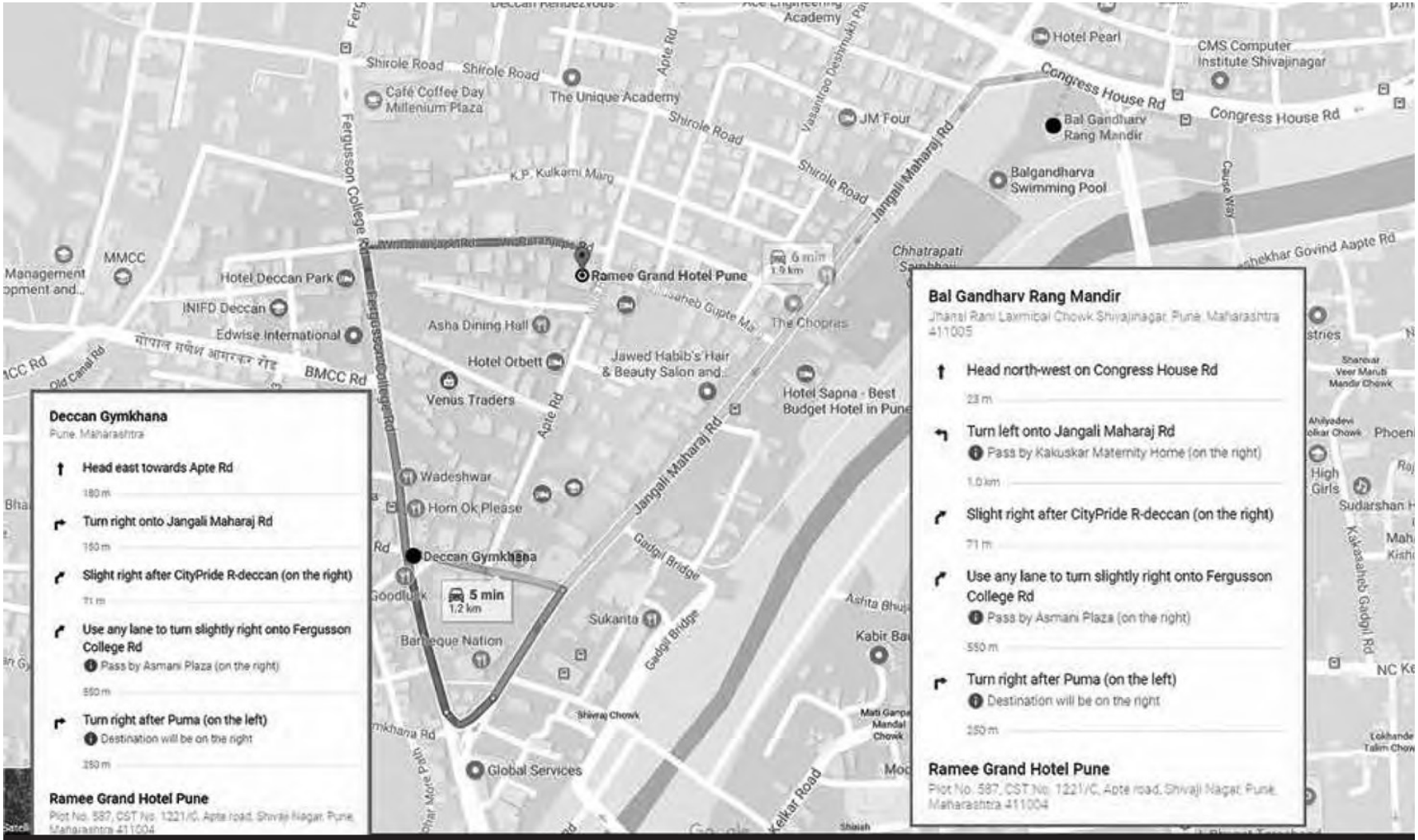
1) Adoption of Audited Financial Statements as at March 31, 2018 (Standalone and Consolidated) together with reports of Directors and Auditors thereon;
2) Declaration of dividend;
3) Appointment of a Director in place of Mr. Shailesh Lakhani (DIN: 03567739), who retires by rotation and being eligible, offers himself for re-appointment;
4) Ratification of Appointment of M/s SRBC & Co, LLP., Chartered Accountants, (Firm Registration No. 324982E) as the Statutory Auditors of the Company, as approved in the 19th Annual General Meeting until the conclusion of the 24th Annual General Meeting to be held in the calendar year 2019, to hold office till the conclusion of next Annual General Meeting and to fix their remuneration.
5) Appointment of Ms. Priti Rao (DIN: 03352049) as an Independent Director;
6) Appointment of Mr. Manu Parpia (DIN: 00118333) as an Independent Director.

Signed this _____ day of _____ 2018.
Signature of Shareholder: _____
Signature of proxy Holder: _____

Affix Revenue Stamp

Note:

1. A proxy need not to be member of the Company, Pursuant to provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for another member.
2. This form of proxy in order to be effective should be duly completed and delivered to the registered office of the Company 48 hours before the date of Annual General Meeting.



23rd Annual General Meeting
Wednesday, 8th August 2018
11:00 AM

Ramee Grand Hotel, Pune

Plot. No. 587/3, CST No. 1221/C, Apte Road, Shivaji Nagar, Pune Maharastra 411 004