



PTC India

PTC INDIA LIMITED

17TH ANNUAL REPORT 2015-2016

Vision

“To be a frontrunner in power trading by developing a vibrant power market and striving to correct market distortions”

Mission

- Promote Power Trading to optimally utilize the existing resources.
- Develop power market for market based investments into the Indian Power Sector.
- Facilitate development of power projects particularly through private investment.
- Promote exchange of power with neighbouring countries.

Values

- Transparency
- The Customer is always right
- Encouraging Individual initiative
- Continuous Learning
- Teamwork

SIXTEENTH ANNUAL GENERAL MEETING

To be held on Wednesday, 28th September, 2016 at 12.30 PM at Dr. S R KVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Gurgaon Road Delhi Cantt, New Delhi- 110010

NOTE:

1. Shareholders are requested to bring their copy of Annual Report with them to the Annual General Meeting.
2. No gifts or coupons would be given to the shareholders for attending the Annual General Meeting.

CONTENTS

	Page No.
Board of Directors	02
Notice	03-09
Directors' Report/Certificates	10-44
Standalone Financial Statement of PTC India Ltd.	45-63
Consolidated Financial Statements of Group	64-87

BOARD OF DIRECTORS (AS ON 11.08.2016)

1. Shri Deepak Amitabh, CMD, PTC
2. Smt. Jyoti Arora, Joint Secretary, MOP (Nominee)
3. Shri Ajit Kumar, Director(Commercial & Operations)
4. Shri Arun Kumar, Director(Finance) & CFO
5. Dr. Rajib Kumar Mishra, Director(Marketing & Business Development)
6. Shri Anil Kumar Agarwal, Director-PFC (Nominee)
7. Shri Anil Razdan, Independent Director
8. Shri Dharendra Swarup, Independent Director
9. Shri Dipak Chatterjee, Independent Director
10. Shri H.L. Bajaj, Independent Director
11. Shri Hemant Bhargava, Director-LIC (Nominee)
12. Shri Jayant Kumar, Director-NHPC (Nominee)
13. Shri K. Biswal, Director-NTPC (Nominee)
14. Shri Ravi P. Singh, Director-POWERGRID (Nominee)
15. Shri Ved Kumar Jain, Independent Director

Company Secretary
Shri Rajiv Maheshwari

Statutory Auditors
M/s. K. G. Somani & Co.

Internal Auditors
M/s. GSA & Associates

Registrar and Share Transfer Agents
M/s. MCS Share Transfer Agent Limited
F-65, Okhla Industrial Area, Phase-I
New Delhi - 110 020
Phone: 41406149; Fax: 41709881

Principal Bankers
IDBI Bank Ltd.
Indian Overseas Bank
State Bank of Travancore
ICICI Bank
Indian Bank
Indusind Bank
Corporation Bank
Yes Bank

PTC INDIA LIMITED

CIN: L40105DL1999PLC099328

Regd. Office: 2nd Floor, NBCC Tower, 15 Bhikaji Cama Place
New Delhi - 110 066, Tel: 011-41595100, 41659500, 4648400, Fax: 011-41659144
E-mail: info@ptcindia.com. Website: www.ptcindia.com

NOTICE is hereby given that the 17th Annual General Meeting of the Members of PTC India Ltd. (PTC) will be held on Wednesday the 28th September, 2016 at 12:30 p.m. at Dr. SRKVS Auditorium (Dr. Sarvepalli Radhakrishnan Auditorium), Kendriya Vidyalaya No. 2, APS Colony, Gurgaon Road Delhi Cantt, New Delhi- 110010 to transact the following businesses:

ORDINARY BUSINESS

- To receive, consider and adopt the Balance Sheet as at 31st March 2016, Profit & Loss Account for the year ended on that date, the Auditors' report thereon and the Director's Report for the Financial Year 2015-16.
- To consider and if thought fit, to pass with or without modification (s), the following resolution for dividend for the Financial Year 2015-16 as an Ordinary Resolution:
"Resolved that pursuant to provision of Section 123 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 and rules framed there under and applicable provisions of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof for the time being in force), dividend at the rate of 25% (Rs. 2.50 per equity share of Rs.10 each) be and is hereby declared for the FY 2015-16, out of the profits of the Company on the 296008321 equity shares of Rs. 10/- each fully paid up to be paid as per the ownership as on 15th September 2016 (closing hours)."
- To appoint a Director in place of Shri Ravi Prakash Singh (DIN: 05240974), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment. 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 Shri Ravi Prakash Singh (DIN: 05240974) who retires by rotation and who is eligible for re-appointment be and is hereby re-appointed as Director."
- To appoint a Director in place of Smt. Jyoti Arora (DIN : 00353071), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment. 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 Smt. Jyoti Arora (DIN 00353071) who retires by rotation and who is eligible for re-appointment be and is hereby re-appointed as Director."
- To consider and if thought fit, to pass with or without modification (s), the following resolution for appointment and fixation of the remuneration of the Statutory Auditors as an Ordinary Resolution:
"Resolved that pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the re-appointment of M/s K.G Somani & Co. Chartered Accountants (ICAI Registration no.006591N), 3/15, Asif Ali Road, New Delhi-110002, as the Statutory Auditor of the Company from FY 2016-17 for a period of five years be and is hereby approved and M/s. K.G. Somani & Co., Chartered Accountants shall hold office from the conclusion of this 17th Annual General Meeting till the conclusion of the 22nd Annual General Meeting on such remuneration as may be determined

by the Board of Directors or the Audit Committee of the Company from time to time.

Further resolved that Board of Directors/ Audit Committee of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS

- To appoint Shri Kulamani Biswal (DIN: 03318539) as Non- Executive Nominee Director 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 provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Kulamani Biswal (DIN: 03318539), who was appointed as Nominee Director of NTPC Limited by the Board of Directors w.e.f. 24th September, 2015 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director of the Company, be and is hereby appointed as a Non- Executive Director as Nominee of NTPC Limited whose office shall be liable to retire by rotation.
Further resolved that any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."
- To appoint Shri Jayant Kumar (DIN 03010235) as a Non- Executive Nominee Director 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 provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Jayant Kumar (DIN 03010235), who was appointed as Nominee Director of NHPC Limited by the Board of Directors w.e.f. 7th April, 2016 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director of the Company, be and is hereby appointed as a Non-Executive Director as Nominee of NHPC Limited and shall be liable to retire by rotation.
Further resolved that any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors,
For PTC INDIA LTD.

(Rajiv Maheshwari)
Company Secretary
Membership no. F-4998
Address: 2nd Floor, NBCC Tower,
15 Bhikaji Cama Place,
New Delhi-110066

Place: New Delhi
Date: 26th August, 2016

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND A PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE EFFECTIVE SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN 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 relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business set out in the notice is enclosed.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of Board Resolutions authorizing their representative to attend and vote on their behalf at the meeting.
4. Relevant documents referred to in the accompanying Notice and the explanatory statement are open for inspection at the registered office of the Company on all working days, except Saturdays, between 11:00 a.m. and 1:00 p.m. upto the date of Annual General Meeting.
5. Brief resume of Directors seeking appointment and re-appointment as prescribed under SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 is annexed hereto and forms part of the notice.
6. Corporate members intending to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of Board Resolutions authorizing their representative to attend and vote on their behalf at the meeting.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained u/s 170 of the Companies Act, 2013 and Register of contracts or arrangements in which Directors are interested, maintained u/s 189 of the Companies Act, 2013 will be available for inspection by the members at the meeting.
8. Relevant documents referred to in the accompanying notice and the explanatory statement are open for inspection at the registered office of the Company on all working days, except Saturdays & Sundays, between 11:00 a.m. and 1:00 p.m. upto the date of Annual General Meeting.
9. Brief resume of Directors seeking appointment and re-appointment as prescribed under Listing Agreement with the Stock Exchanges is annexed hereto and forms part of the Notice.
10. The Register of Members and Share Transfer Books of the Company will be closed from 16th September 2016 to 28th September 2016 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the meeting.
11. a) This Notice is being sent to all the members whose name appears as on 26th August 2016 (closing hours) in the Register of Members or beneficial owner as received from MCS Share Transfer Agent Ltd. (RTA).
b) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the company as on 21st September 2016 being cut-off date Members are eligible to cast vote through remote e-voting or voting in the AGM only if they are holding shares as on that date.
12. The Register of Members and Share Transfer Books of the Company will be closed from 16th September 2016 to 28th September 2016 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the meeting.
13. If the Final Dividend on equity shares as recommended by the Board of Directors, if declared at the meeting, payment of such dividend will be made as under:
 - (i) To all Beneficial Owners in respect of shares held in dematerialized form as per the data made available by National Securities Depository Limited (NSDL) and the Central Depository Services Limited (CDSL) as of the close of business hours on 15th September 2016.
 - (ii) To all members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on 15th September 2016.
14. The Shareholders/ Proxies are requested to produce at the Registration Counter(s) the attendance slip duly completed and signed, for admission to the meeting hall.
15. Members/ proxies should bring their copy of the Annual Report for reference at the meeting.
16. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
17. The Company's Registrar & Transfer Agent (RTA) is MCS Share Transfer Agent Limited.
18. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to write to MCS Share Transfer Agent Ltd, Registrar & Transfer Agent of the Company in the nomination form (i.e. Form No. SH. 13). In case, shares held in dematerialised form, the nomination has to be lodged with the respective depository participant. The nomination form can be downloaded from the Company's website www.ptcindia.com.
19. In respect of shareholders' holding shares in electronic form, members are requested to notify any change of address and change in bank details etc. to their Depositories Participants.
20. The communication address of our Registrar and Share Transfer Agent (RTA) is MCS Share Transfer Agent Limited, F-65, Okhla Industrial Area -Phase-I, New Delhi-110020.
21. Members are requested to notify immediately any change of address :
 - i) to their DP in respect of Shares held in dematerialized from
 - ii) to RTA i.e. M/s MCS Share Transfer Agent Ltd. in respect of their physical shares, if any, quoting their folio number.
22. For Electronic Clearing System (ECS) facility for crediting dividend directly to your designated bank accounts, shareholders are requested to give their mandate in the form enclosed.
23. The notice of the AGM along with the Annual Report for the Financial year 2015-16 is being sent by electronic mode to those members whose e-mails addresses are registered with the company/ depositories unless any member has requested for the physical copy of the same.
24. The Annual Report is also available at the Company's Website www.ptcindia.com.
25. Road map showing directions to reach the venue of the AGM is given at the end of this notice.

26. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 25th September, 2016 (9:00 am) and ends on 27th September, 2016 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on "Shareholder - Login".
 - (iv) Enter user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on "remote e-voting: Active Voting Cycles".
 - (vii) Select "E-voting event number (EVEN) of "PTC India Limited" for casting your vote.
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail

to ashishkapoorandassociates@gmail.com with a copy marked to evoting@nsdl.co.in

- (xiii) The member(s) whose email ID is not registered with the Company/Depository Participants(s,) may obtain a login ID and password for casting his /her vote by remote e-voting by sending a request at evoting@nsdl.co.in or by contacting NSDL at the toll free no.: 1800-222-990 mentioning their Demat Account No/Folio Number.
 - VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
 - VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
 - VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 21st September 2016.
 - X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 21st September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.
However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
 - XI. A 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 at the AGM.
 - XII. A person, whose name is 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 remote e-voting as well as voting at the AGM through ballot paper.
 - XIII. Mr. Ashish Kapoor, Company Secretary (Membership No. 20479) Prop. M/s. Ashish Kapoor & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 - XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 - XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.ptcindia.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the NSE and BSE, Mumbai.
27. The Company is not providing Video Conferencing facility for this meeting.

28. Members who wish to claim Dividends, which remain unpaid, are requested to correspond with our Registrar and Share Transfer Agent (RTA) i.e. M/s MCS Share Transfer Agent Ltd. Members are requested to note that dividend not en-cashed / claimed within seven years will be transferred to Investor Education and Protection Fund of Government of India. In view of this, members are requested to send all un-cashed dividend warrants pertaining to respective years to Company/ RTA for revalidation and en-cash them before due date.
29. The Company has implemented the "Green Initiative" in terms of Section 101 of the Companies Act, 2013 to enable electronic delivery of notices/ documents and annual reports to shareholders. The e-mail addresses indicated in your respective Depository Participant (DP) accounts which

will be periodically downloaded from NSDL/ CDSL will be deemed to be your registered e-mail address for serving notices/ documents including those covered under Section 101 of the Companies Act, 2013. The Notice of AGM and the copies of audited financial statements, Directors' Report, Auditors' Report etc. will also be displayed on the website www.ptcindia.com of the Company. Members holding shares in electronic mode are, therefore, requested to ensure to keep their e-mail addresses updated with the Depository Participant. Members holding shares in physical mode are also requested to update their e-mail addresses by writing to the Company at Company's e-mail address at cs@ptcindia.com quoting their folio number(s). In case any member desire to get hard copy of Annual Report, they can write to Company at registered office address or email at cs@ptcindia.com OR admin@mcsdel.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ('the Act')

Item no. 6

Shri Kulamani Biswal

Sh. Kulamani Biswal, aged about 55 years is holding the position of Director (Fin.) in NTPC Limited (NTPC). Subsequent to the last AGM, Sh. Kulamani Biswal was appointed as Additional Director on the Board of Company w.e.f. 24th September, 2015 as Nominee of NTPC and holds office up to the date of the ensuing Annual General Meeting.

The company has received a notice in writing as per Section 160 of the Companies Act, 2013, signifying intention to propose Sh. Kulamani Biswal as Non-Executive Director on the Board of PTC.

The above appointment of Shri K. Biswal, as Director being liable to retire by rotation in terms of Section 152 of Companies Act, 2013 requires approval of the Members in the General Meeting. Brief resume of Shri Biswal is **annexed**.

Sh. Biswal has confirmed that he is not disqualified from being appointed as a Director under Section 164 of the said Act and given his consent to act as Director.

Sh. K. Biswal does not have any shareholding in the Company.

None of the Directors or Key Managerial Personnel and their relatives except Shri K. Biswal is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6. The Board recommends the resolution set out at Item no. 6 of the notice for your approval.

Item no. 7

Shri Jayant Kumar

Sh. Jayant Kumar, aged about 59 years and holding the position of Director (Fin.) in NHPC Limited (NHPC). Sh. Jayant Kumar was appointed as Additional Director on the Board of Company w.e.f. 7th April, 2016 as Nominee of NTPC and holds office up to the date of the ensuing Annual General Meeting.

The company has received a notice in writing as per Section 160 of the Companies Act, 2013, signifying intention to propose Sh. Jayant Kumar as Director on the Board of PTC.

The above appointment of Shri Jayant Kumar, as Director being liable to retire by rotation in terms of Section 152 of Companies Act, 2013 requires approval of the Members in the General Meeting. Brief resume of Shri Jayant Kumar is **annexed**.

Sh. Jayant Kumar confirmed that he is not disqualified from being appointed as a Director under Section 164 of the said Act and given his consent to act as Director.

Sh. Jayant Kumar does not have any shareholding in the Company.

None of the Directors or Key Managerial Personnel and their relatives except Shri Jayant Kumar is concerned or interested, financially or otherwise, in the resolution set out at Item No. 7. The Board recommends the resolution set out at Item no. 7 of the notice for your approval.

By Order of the Board of Directors,
For **PTC INDIA LTD.**



(Rajiv Maheshwari)
Company Secretary

Place: New Delhi

Date: 26th August, 2016

**BRIEF RESUME OF DIRECTORS SEEKING RE-APPOINTMENT AND DIRECTORS BEING APPOINTED
AT THIS 17th ANNUAL GENERAL MEETING**

Name	Date of Birth & Age	Qualifications	Expertise	Directorship in other Companies	Date of First appointment in the Board/ Number of meetings of the Board attended during the year	Membership/ Chairmanship of Audit and / or Shareholders Relationship Committee (s) other than in PTC	Number of shares held	Relationship between Directors
Shri Ravi Prakash Singh	21-01-1960/ 56 years	Mechanical Engineer from NIT, Allahabad and Post Graduate Diploma in HR from AIMA, New Delhi.	Shri Ravi Prakash Singh is the nominee Director of POWERGRID on the Board of PTC w.e.f. 3 rd April, 2012. He is serving as Director (Personnel) in POWERGRID. He has previously held the positions of Executive Director (Eastern Region-II) and Executive Director (Human Resource Management & Corporate Communication) in POWERGRID. Shri Singh has over 30 years of work experience in the power sector handling various multi-disciplinary functions like HR, Telecom, Contracts, Materials, Planning, Monitoring and Transmission System Construction/O&M. Prior to joining POWERGRID in 1991, Mr. Singh has worked for 10 years in NTPC.	-Power Grid Corporation of India Limited -Power System Operation Corporation Ltd. -Powerlinks Transmission Limited -Power Grid NM Transmission Limited -Power Grid Vizag Transmission Limited -Power Grid Unchahar Transmission Limited -Power Grid Jabalpur Transmission Limited -Power Grid Southern Interconnector transmission System Limited	03/04/2012 / 3	Power System Operation Corporation Ltd. (Member-Audit) Power Grid Corporation of India Ltd. (Member -SRC)	NIL	NONE
Smt. Jyoti Arora	15-10-1961/ 54 years	IAS	Smt. Jyoti Arora, IAS is a director of the Company w.e.f. 24th March, 2014. She is presently serving as a Joint Secretary in the Ministry of Power, Government of India. Smt. Jyoti Arora is a nominee Director of Ministry of Power, Government of India.	-PowerGrid Corporation of India Limited -Power System Operation Corporation Limited	24/03/2014 / 2	NIL	NIL	None