

## RTS POWER CORPORATION LIMITED

Registered Office : 56 Netaji Subhas Road, 2nd Floor, Kolkata - 700001

Phone : (033) 2242-6025, 98310 39925, Fax : (033) 2242-6732

E-mail ID : headoffice@rtspower.com, Website : www.rtspower.com

CIN : L17232WB1947PLC016105

## NOTICE

**NOTICE** is hereby given that the Seventieth Annual General Meeting of Shareholders of the Company will be held at Bharatiya Bhasha Parishad , 36A, Shakespeare Sarani, Kolkata-700017 on Friday, September 28, 2018 at 10.00 A.M. to transact the following business:-

### ORDINARY BUSINESS

1. To consider and adopt the audited Financial Statements of the Company for the Financial Year ended March 31, 2018, the Reports of the Board of Directors and Auditors' thereon.
2. To appoint a Director in place of Sri Ram Lal Saini (DIN 03534117), who retires by rotation at this Annual General Meeting, and being eligible, has offered himself for re-appointment.

### SPECIAL BUSINESS

3. To re-appoint Sri Abhay Bhutoria (DIN 00013712) as Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as **Special Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the Company be and is hereby accorded to the re- appointment of Sri Abhay Bhutoria (DIN00013712) as Managing Director of the Company for a further period of 5(five) years with effect from December1,2018 on such remuneration, including the minimum remuneration to be paid in the event of loss or inadequacy of profit in any Financial Year and upon such terms and conditions as set out in the Statement annexed to the Notice convening this Meeting , with power to the Board of Directors of the Company (the Board ) to alter and vary the terms and conditions, including remuneration of the said re-appointment , if necessary , in such manner as it may deem fit and as may be agreed to by and between the Board and Sri Abhay Bhutoria, subject to the same not exceeding the limits specified under Schedule V to the Companies Act,2013 or any statutory modification(s) or re-enactment(s) thereof."

**" RESOLVED FURTHER THAT** the Board 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."

4. To ratify the remuneration of the Cost Auditors for the Financial Year ending March 31, 2019 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution** :

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the remuneration of Rs. 40,000/- (Rupees Forty thousand only) plus applicable GST, if any, agreed to be paid to M/s K.G.Goyal & Associates, Cost Accountants, the Cost Auditors (Registration No FRN 000024)

appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2019 on the recommendation of the Audit Committee, be and is hereby ratified .”

**“RESOLVED FURTHER THAT** the Board of Directors 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.”

5. To authorise the Board of Directors of the Company to enter into contracts or arrangements with related parties for the purpose of the business of the Company 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 Section 188 and any other applicable provisions of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the consent of the Audit Committee and the Board of Directors vide Resolutions passed in their respective Meetings held on February 13, 2018 and March 31, 2018 in this regard, the consent of the Company be and is hereby accorded for entering into contracts or arrangements with the related parties as defined under the abovesaid Act, the Rules and the Listing Regulations as per details and on terms and conditions as set out under Item No 5 of the Statement under Section 102 of the abovesaid Act annexed to the Notice convening this Meeting.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do or cause to be done all such acts, matters, deeds and other things as may be required or considered necessary or incidental thereto for giving effect to the aforesaid Resolution.”

Registered Office :  
56, Netaji Subhas Road, 2nd Floor  
Kolkata - 700 001  
Dated : August 29, 2018

By Order of the Board  
**For RTS Power Corporation Limited**  
**Rajendra Bhutoria**  
*Whole-time Director*  
DIN : 00013637

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**Notes :**

1. **A Member of the Company entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote on a Poll instead of himself/herself and a Proxy need not be a Member of the Company. Proxies, in order to be effective, must be received by the Company at its Registered Office not less than 48 hours before the Meeting.**

**A person can act as a Proxy on behalf of Members not exceeding fifty and holding in aggregate Shares not more than 10 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 Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 22, 2018 to Friday, September 28, 2018, both days inclusive.
3. The relevant Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) in respect of the Item Nos 3 to 5 of Special Business is annexed hereto.

4. Sri Sandip Gupta, Company Secretary, is the Compliance Officer in terms of Regulation 6 of the Listing Regulations. Members may communicate with the Compliance Officer in relation to any query pertaining to their shareholdings.
5. The Notice of the Meeting will also be available on the Company's Website [www.rtspower.com](http://www.rtspower.com) and the Website of CDSL [www.evoting.cdsl.com](http://www.evoting.cdsl.com).
6. **The voting rights of Members shall be in proportion to their Shares of the Paid-up Equity Share Capital of the Company as on Friday, September 21, 2018 ("Cut - Off Date"). A person who is not a Member as on Cut-Off Date should treat this Notice for information purpose only.**
7. As per the provisions of the Act, the facility for making /varying/ cancelling nominations is available to individuals holding shares in the Company. Nominations can be made in Form SH 13 (in new format) and any variation/ cancellation thereof can be made by giving notice in Form SH 14 (in new format) prescribed under the Companies (Share Capital and Debentures) Rules, 2014 for the purpose. The Forms can be obtained from the Registrars and Share Transfer Agents or from the Website of the Ministry of Corporate Affairs at [www.mca.gov.in](http://www.mca.gov.in). The necessary Forms in this regard will have to be deposited with the Company's Registrar & Share Transfer Agent - M/s. Niche Technologies Pvt. Ltd., D-511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata-700001 (RTA) in case the Shares are held in physical form and with the respective Depositories in case the Shares are held in dematerialized form.
8. **Members are requested to produce the accompanying Attendance Slip at the entrance of the Meeting Hall and bring their copies of the Annual Report to the Meeting as extra copies will not be available at the venue. Members who hold shares in Dematerialized form are requested to indicate without fail their DP ID and Client ID Numbers on the Attendance Slip.**
9. Members desirous of receiving Notices and/or documents from the Company through the **electronic** mode are urged to update their email addresses with their **Depository Participants**, where Shares are held in electronic form or with **RTA** where Shares are held in physical form.  
  
Email addresses of Members as advised to **RTA** where Shares are held in physical mode or **registered with Depositories** where Shares are held in the electronic mode will be deemed to be the Member's registered Email Address for serving Company documents/notices as per the provisions of the Act and the instructions of the Ministry of Corporate Affairs. Members intending to refresh/update their email addresses should do so as soon as possible.
10. **Members intending to require information/clarifications/explanations on any matter regarding Accounts at the Meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting so as to enable the Company to keep the information/clarifications /explanations ready.**
11. **Members holding Shares in physical form are requested to notify change of their addresses, if any, along with address proof i.e. copies of their Voter Identity Card/ Aadhar Card /Electric/ Telephone Bill/ Driving License or a copy of their Passport or Bank Statement to the RTA and, in case the shares are held in dematerialized form, then this information should be passed on to the respective Depository Participants and not to the Share Department of the Company / RTA.**
12. In case the mailing address mentioned on the envelope of this Annual Report sent over Post is either without Pin Code or with incorrect Pin Code, Members are urged to advise the correct Pin Code to the **RTA** or the respective **Depository Participant**, as the case may be, immediately, for speedier delivery in future.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in 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 must submit their PAN details to **RTA**.

14. Details in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting forms integral part of the Notice pursuant to the Listing Regulations. The Directors have furnished the requisite declarations/consents for their appointment/re-appointment.
15. Electronic copy of the Annual Report for Financial Year 2017-2018 is being sent by electronic mode to all the Members whose email IDs are registered with the **RTA/Depository Participant(s)** for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Annual Report for Financial Year 2017- 2018 is being sent in the permitted mode.
16. Electronic copy of the Notice of the 70th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the **RTA/Depository Participant(s)** for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Notice of the 70th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
17. Members may also note that the Notice of the 70th Annual General Meeting and the Annual Report for Financial Year 2017-18 will also be available on the Company's Website [www.rtpower.com](http://www.rtpower.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days. Even after registering for e-communication Members are entitled to receive the Annual Report and Notice along with the abovesaid enclosures in the physical form, upon making a request for the same, by post free of cost. For any communication, the Members may also send requests to the Company's Investor email id: [headoffice@rtpower.com](mailto:headoffice@rtpower.com).
18. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), (including any statutory modification(s)/ re-enactment(s)/amendment(s) thereof, for the time being in force), the dividend which remains unclaimed/unpaid for a period of seven (7) years from the date of transfer to the unpaid dividend account of the Company, is required to be transferred to the Investor Education and Protection Fund Authority ('IEPF') established by the Central Government.

Further, according to the IEPF Rules, the shares in respect of which dividend has not been paid/ claimed by the Shareholders for seven (7) consecutive years or more, shall also be transferred to demat account created by the IEPF Authority.

Members who have not encashed their Dividend Warrants in respect of the Company's Final Dividend 2009-2010 and Final Dividend 2010-2011 were requested to send their claims to the Company immediately along with unencashed Dividend Warrants lying with them. It was also pointed out that once the Unclaimed Dividend is transferred to the IEPF as above, claim thereof should be made to IEPF Authorities. Subsequent reminders were issued to the concerned Shareholders in this respect.

After considering the applications received from the concerned shareholders who had applied for encashment of their Dividend, the Company has transferred the Shares and Dividend of the concerned Shareholders who have not encashed their Dividend Warrants for a period of 7 (seven) years in respect of the Company's Final Dividend 2008-2009 vide Form No IEPF 4 SRN G71579890 dated December 27, 2017 and for Unpaid Dividend 2009-2010 and vide Form No IEPF4 SRN G78608700 dated March 7th, 2018.

It may please be noted that no claim shall lie against the Company in respect of share(s) transferred to IEPF pursuant to the said Rules.

The voting rights in respect of the above Equity Shares are frozen until the rightful owner claims the Equity Shares.

All corporate benefits on such Shares in the nature of Bonus Shares, split shares, Rights etc., shall be credited to 'Unclaimed Suspense Account', as applicable for a period of 7 years and thereafter be transferred in line with the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with Section 124(5) and Section 124(6) of the Companies Act, 2013

However, the Shareholders are entitled to claim their shares including all the corporate benefits accruing on such shares, if any, from the IEPF Authority by submitting an online application in Form IEPF-5 and sending a physical copy of the Form IEPF-5 duly signed by all the joint shareholders, if any, as per the specimen signature recorded with the Company along with requisite documents enumerated in the Form IEPF-5 to the Company's RTA. The Rules and Form IEPF-5, as prescribed, for claiming back the shares, are available on the website of the IEPF, i.e., on [www.iepf.gov.in](http://www.iepf.gov.in).

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 11, 2017 (the date of the last Annual General Meeting) on the Website of the Company [www.rtspower.com](http://www.rtspower.com) and also on the Website of IEPF i.e. [www.iepf.gov.in](http://www.iepf.gov.in) vide Form No IEPF 2 filed vide SRN G59001263 on October 28, 2017.

Pursuant to Rule 5(4) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 all Unpaid or Unclaimed Dividends upto and including the Company's Final Dividend 2009-2010 have been transferred to the "Investor Education and Protection Fund" vide Form No IEPF 1 filed through SRN G69803468 on December 13, 2017.

Members who have not claimed the dividends declared for the Financial Year ended March 31, 2011 were notified to lodge their claim on or before September 30, 2018, with the Company's Registrar and Transfer Agents at the address mentioned in the Annual Report. The Company has already sent reminders to all such Members at their registered address in this regard.

The last date for claiming the following Dividend are as follows:

<b>Dividend for the Financial Year ended</b>	<b>Date of declaration of Dividend</b>	<b>Last date for claiming Unpaid Dividend to the Company (One month before the respective last dates of transferring the same to IEPF)</b>
2010-2011 (Final Dividend)	30.09.2011	30.09.2018

#### 19. Voting through Electronic Means

- A. 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 Listing Regulations, the Company is pleased to provide its Members the facility to exercise their right to vote on all Resolutions proposed to be considered at the forthcoming Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting of 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 Central Depository Services (India) Limited (CDSL).
- B. The facility for voting, either through electronic voting system or ballot or polling paper shall

also be made available at the AGM and the Members attending the Meeting who have not already cast their vote by using the said "remote e-voting" shall be able to exercise their voting rights at the Meeting.

- C. The Members who have already cast their vote by remote e-voting prior to the Meeting may also attend the Meeting, but shall not be entitled to cast their vote again in the Meeting.
- D. The process and manner of remote e-Voting will be as follows:
- (i) **The remote e-voting period begins on Tuesday, September 25, 2018 (9.00A.M) and ends on Thursday, September 27, 2018 (5.00 P.M).** During this period Shareholders of the Company, holding Shares either in physical form or in dematerialized form, **as on the cut-off date i.e. Friday, September 21, 2018** may cast their vote electronically. The remote e-voting shall not be allowed beyond the said date and time. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the Shareholders, the Shareholders shall not be allowed to change it subsequently or cast their vote again.
  - (ii) The Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
  - (iii) Click on "Shareholders" tab.
  - (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, excluding the special characters.
  - (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](http://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 first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format

Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> <li>• Please Enter the DOB or Bank Account Number in order to Login.</li> <li>• If both the details are not recorded with the depository or company then please enter the Beneficiary-ID / Folio Number in the Bank Account Number details field as mentioned in above instruction (iv).</li> </ul>
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- (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 **"RTS Power Corporation Limited"** 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 if 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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same 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) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRIs etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details they have to create a compliance user which 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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

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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 1800 200 5533.

- (xix) 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. i-phone and Windows phone users can download the app from the App Store and the Windows Phone Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
20. Institutional Members / Bodies Corporate (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 through e-mail at [shawmanoj2003@gmail.com](mailto:shawmanoj2003@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before Thursday, September 27, 2018 upto 5 P.M. without which the vote shall not be treated as valid.
  21. **The voting rights of Shareholders shall be in proportion to their Shares of the Paid up Equity Share Capital of the Company as on the Cut-off Date of Friday, September 21, 2018. A person who is not a Member as on Cut-off Date should treat this Notice for information purpose only.**
  22. The Notice will be sent to the Members, whose names appear in the Company's Register of Members/Beneficial Owners Position List provided by the Depositories as at closing hours of business, on Friday, August 17, 2018.
  23. Investors who became Members of the Company subsequent to the dispatch of the Notice/E-mail and hold the Shares on the Cut-off Date i.e. Friday, September 21, 2018 are requested to send the written/email communication to the Company at [headoffice@rtspower.com](mailto:headoffice@rtspower.com) by mentioning their Folio No./DP ID and Client ID to obtain the Login-ID and Password for e-voting.
  24. The Shareholders shall have one vote per Equity Share held by them as on the cut-off date of Friday, September 21, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
  25. The Notice of AGM shall be placed on the Company's Website [www.rtspower.com](http://www.rtspower.com) and on the Website of CDSL [www.evotingindia.com](http://www.evotingindia.com) after it is sent to Members
  26. Any query relating to the e-Voting and Resolutions proposed to be passed at the ensuing Annual General Meeting (AGM) may be addressed to Sri Pinakpani Bhattacharjee of the Secretarial Department of the Company at the e-mail address of the Company at



headoffice@rtspower.com or to Telephone No (033) 2242-6025.

27. The Company has appointed Sri Manoj Prasad Shaw FCS (ICSI CP Registration No. 4194), Practicing Company Secretary, as a Scrutinizer for conducting the entire voting process either through electronic voting system or ballot or polling paper ,in a fair and transparent manner.
28. The Chairman shall at the end of discussion on all the Resolutions on which voting is to be held, allow voting at the Annual General Meeting, with the assistance of the Scrutinizer, by use of ballot or polling paper or by using an electronic voting system for all those Members who are present at the Meeting, but have not cast their vote by availing the remote E-voting facility.
29. The Scrutinizer shall, immediately after conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make, not later than two days of conclusion of the Meeting ,a consolidated Scrutinizers' Report of the total votes cast in favour or against on each Resolution, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
30. The Results shall be declared forthwith upon receipt of the Scrutinizers' Report. The Results declared along with the Scrutinizers' Report shall be placed on the Company's Website [www.rtspower.com](http://www.rtspower.com) and on the Website of CDSL immediately after their declaration by the Chairman and communicated to the Stock Exchange where the Shares of the Company are listed i.e. BSE Limited.
31. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Annual General Meeting i.e. September 28, 2018.
32. Pursuant to SEBI Circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, Shareholders whose ledger folios do not have/have incomplete details with respect to PAN and Bank Account particulars are mandatorily required to furnish these details to the Issuer Company/RTA for registration in the folio. As per our records, all such folio needs to be updated with the PAN / complete Bank Account details so that the investments held by shareholders are in compliance with the aforementioned Circular. All such Shareholders have been sent intimation for submission of form with requisite documents in support of it within the scheduled time.
33. Further as per amended Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 amended vide SEBI Notification No. SEBI/LAD- NRO/ GN/2018/24 dated June 8, 2018, to be effective from December 5, 2018 securities of the listed companies can be transferred (except in case of transmission or transposition) only in the dematerialized form. All Shareholders holding shares in physical form have been sent intimation for making necessary arrangement for dematerialization of the Shares on urgent basis.

**BRIEF PROFILE OF DIRECTOR PROPOSED TO BE RE-APPOINTED AT THE ANNUAL GENERAL MEETING AS REQUIRED TO BE DISCLOSED UNDER REGULATIONS 36(3) & 26 OF LISTING REGULATIONS AND CLAUSE 1.2.5 OF SECRETARIAL STANDARD ON GENERAL MEETINGS SS-2 :**

<b>Name of the Director</b>	Sri Ram Lal Saini
<b>Age</b>	63 years
<b>Date of First Appointment</b>	14 <sup>th</sup> May,2011
<b>Qualifications</b>	M.Com, FCA
<b>Professional Membership</b>	Fellow Member of the Institute of Chartered Accountants of India
<b>Nature of his expertise in specific functional area</b>	About 39 years' experience in Accounting, Auditing ,Budgeting, Banking operations, Project and Working Capital Financing and Management for Hotels as well as Manufacturing Industries Have been rendering Consultancy Services to the Company on Accounting and Auditing matters for last 31 years
<b>Experience</b>	39 years
<b>Number of Board Meetings attended by him during the calendar year 2017</b>	13
<b>Names of other listed entities in which he holds Directorships of the Board</b>	NIL
<b>Name of the other unlisted entities in which he holds Directorship of Boards</b>	NIL
<b>Name of the Chairmanship/Membership of Committee in the Company</b>	NIL
<b>Names of the other listed entities in which he holds Chairmanship/ Membership of Committee of Boards</b>	NIL
<b>Names of the other unlisted entities in which he holds Chairmanship/ Membership of Committee of Boards</b>	NIL
<b>No of Shares held in the Company</b>	160

**Note:** Disclosure of relationship between Directors inter-se and relationship with Key Managerial Personnel of the Company as required under Sub-regulation 3 of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 and Clause 1.2.5 of Secretarial Standard on General Meetings SS-2: None

**BRIEF PROFILE OF DIRECTOR PROPOSED TO BE RE-APPOINTED AS THE MANAGING DIRECTOR AT THE ANNUAL GENERAL MEETING AS REQUIRED TO BE DISCLOSED UNDER REGULATIONS 36(3) & 26 OF LISTING REGULATIONS AND CLAUSE 1.2.5 OF SECRETARIAL STANDARD ON GENERAL MEETINGS SS-2:**

<b>Name of the Director</b>	Sri Abhay Bhutoria
<b>Age</b>	55 years
<b>Date of First Appointment</b>	17.10.1995
<b>Qualifications</b>	B.Com.
<b>Professional Membership</b>	NIL