

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF PUNJAB STATE TRANSMISSION CORPORATION LIMITED WILL BE HELD ON FRIDAY, 10TH NOVEMBER, 2017 AT 11.00 AM AT VIP GUEST HOUSE, MOHALI TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

1. To consider and if thought fit, to pass with or without modification(s), if any, the following resolution regarding the amendment to Articles of Association of the Company as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, Rules made thereunder, consent of the members of the Company be and is hereby accorded for adoption of new set of Articles of Association as placed before the meeting by substituting the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to the aforesaid resolution".

By Order of the Board of Directors
For & on behalf of
Punjab State Transmission Corporation Limited

[Signature]
(JASVIR SINGH)

16.10.2017
o/c Company Secretary

Place: Patiala

Dated: 16th October, 2017

Notes:

- a) A member entitled to attend and vote at the meeting is entitled to appoint proxy to attend and vote instead of himself/herself and the proxy(s) need not be a member of the Corporation. Proxy form in order to be effective should be lodged with the Corporation at least 48 hours before the Commencement of the meeting. Blank proxy form is enclosed.
- b) An explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of business to be transacted is annexed hereto.

DA/As Above

No. 1639/1652 /CS-T/12

Dated: 16.10.2017

To the Members:

1. His Excellency, the Governor of Punjab through Principal Secretary, Government of Punjab, Department of Power (Energy Branch), Civil Secretariat-II, Chandigarh.
2. Shri Karan Avtar Singh, IAS, Chief Secretary, Government of Punjab, Main Civil Secretariat-I, Chandigarh.

3. **Shri Anirudh Tewari, IAS**, (Director and Member, PSTCL) Principal Secretary, Government of Punjab, Department of Finance, Civil Secretariat-I, Chandigarh.
4. **Shri A. Venu Prasad, IAS**, Principal Secretary, Government of Punjab, Department of Power (Energy Branch), Civil Secretariat-II, Chandigarh.
5. **Shri A. Venu Prasad, IAS**, Chairman-cum-Managing Director and Member, PSTCL, Patiala.
6. **Shri Vivek Pratap Singh, IAS**, Commissioner, Excise & Taxation, Government of Punjab, Patiala.
7. **Shri Krishan Kumar, IAS**, Secretary/Expenditure, Government of Punjab, Chandigarh.
8. **Shri Ravinder Kumar Kaushik, IAS**, Special Secretary/Power, Government of Punjab, Civil Secretariat-II, Chandigarh.
9. **Shri. A. Venu Prasad, IAS**, Chairman-cum-Managing Director, PSPCL, Patiala.
10. **Shri Kumar Amit, IAS**, DC Patiala.
11. **Shri Gurpreet Singh Khaira**, Municipal Commissioner, Patiala.
12. **Shri A.S. Miglani**, Divisional Commissioner, Patiala.
13. **Shri Subash Chand Arora**, Director/Finance, PSPCL, Patiala.
14. **Shri Jatinder Kumar Goyal**, Director/Finance & Commercial, PSTCL, Patiala.

Endst. No. 1653 /CS/T-12

Dated: 16.10.2017

The Directors:

Smt. Shashi Prabha, Director/Technical, PSTCL, Patiala.

Endst. No. 1654/1655 /CS/T-12

Dated: 16.10.2017

To Auditors:

1. M/s Rajiv Goel & Associates, Statutory Auditors, 179, Bank Road, Ambala Cantt.-133001 (Haryana).
2. M/s Yogita & Associates, Secretarial Auditor, # 2460, Anand Nagar, Rajpura (Distt. Patiala).

**By Order of the Board of Directors
For & on behalf of
Punjab State Transmission Corporation Limited**

Place: Patiala

Dated: 16th October, 2017


(JASVIR SINGH)
% Company Secretary



PUNJAB STATE TRANSMISSION CORPORATION LIMITED

(Regd. Office: PSEB Head Office, The Mall, Patiala-147001)

Corporate Identity Number: U40109PB2010SGC033814

www.pstcl.org(O/o Company Secretary) E-mail: comp-secy@pstcl.org

Tel./Fax No. 0175-2308233

Annexure to Notice

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business to be transacted at the Extraordinary General Meeting of PSTCL.

Special Business:

Item No.1

The existing Article of Association of the Company is in accordance with the provisions of Companies Act, 1956. With the applicability of majority of sections of the Companies Act, 2013 notified by the Ministry of Corporate Affairs since September 12th, 2013 and thereafter, some of the regulations of the existing Article of Association are no longer in conformity with the Companies Act, 2013 and requires alteration by insertion, addition or deletion of certain articles of the Corporation. The Board in its 44th meeting held on 11th October, 2017 has adopted the amendments in the Articles of Association in place of the existing Article of Association of the Company based on Table-F of the Schedule I of the Companies Act, 2013.

Pursuant to the provisions of Section 14 of the Companies Act, 2013 any alteration in the Article of Association requires the prior approval of the Members by passing special resolution in the duly convened General Meeting of the Company. Hence, your approval is solicited.

The Members are requested to pass the resolution, with or without modification, as set out in the notice as Special Resolution.

None of the Directors or Key Managerial Personnel of the Corporation or their relatives in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution for your approval.

**By Order of the Board of Directors
For & on behalf of
Punjab State Transmission Corporation Limited**

Place: Patiala

Dated: 16th October, 2017

J 16.10.2017
(JASVIR SINGH)
Company Secretary

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) Rules, 2014]

CIN U40109PB2010SGC033814
 Name of Company Punjab State Transmission Corporation Limited
 Registered Office PSEB Head Office, The Mall, Patiala-147001, Punjab, India

EXTRAORDINARY GENERAL MEETING

Name of the member (s):
 Registered address:
 E-mail Id:
 Folio No.:

I/We, being the member(s) of _____ equity shares of the above named company, hereby appoint

1. Name: _____ E-mail Id: _____
 Address: _____ Signature: _____ or failing him/her
2. Name: _____ E-mail Id: _____
 Address: _____ Signature: _____ or failing him/her
3. Name: _____ E-mail Id: _____
 Address: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on the _____, _____ at _____ A.M. at _____ and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions
1.	Special Business To consider and if thought fit, to pass with or without modification(s), if any, the following resolution regarding the amendment to Articles of Association of the Company as Special Resolution

Signed this.....day of.....2017

Signature of Shareholder..... Signature of Proxy holder(s).....

**AFFIX
 Revenue
 Stamp**

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