

PRITHVI EXCHANGE (INDIA) LIMITED

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 23rd Annual General Meeting of the company will be held on Monday the 17th day of September 2018 at 11:30 A.M. at Namma Veedu Vasantha Bhavan, No.2, Poonamallee High Road, Maduravoyal, Varalakshmi Nagar, Opposite MGR University, Chennai – 600 095 for transacting the following business:

ORDINARY BUSINESS

1. To Receive, Consider and Adopt the Audited Balance Sheet of the Company as on 31st March 2018, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To declare a dividend on Equity Shares for the year ended 31st March, 2018.
3. To appoint Mr. Mahavir Chand (DIN00671041), director who is retiring by rotation and being eligible offers himself for reappointment
4. To Appoint Auditors and to Fix their remuneration.

Place: Chennai
Date : 10/08/2018

For and on behalf of the Board
Sd/-
Pavan Kumar Kavad
Whole Time Director
DIN : 07095542

NOTES:-

1. Any member entitled to attend and vote at the meeting may appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the company. The proxies should however be deposited at the registered office of the company not less than 48 hours before the time fixed for the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty 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 10% 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 Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. The Statement of material facts pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business (if any) shall form part of the Notice.
4. The Register of Members of the Company will remain closed from 10th September 2018 to 17th September 2018 (both days inclusive) for annual closing.
5. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at this meeting, will be paid within a period of 30 days from the date of declaration, in respect of those members who hold shares in physical form and whose names appear on the Register of Members as on 09.09.2018 and for those who hold shares in electronic form as per the details furnished by the Depositories for this purpose as at the close of the business hours on 09.09.2018.

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6. Pursuant to Section 124 (5) of the Companies Act, 2013, all unclaimed dividends shall be transferred to the 'Investor Education and Protection Fund' of the Central Government after a period of 7 years from the date of declaration. Shareholders who have not chased the dividend warrants for the years 2010-2011 to 2016-17 are requested to write to the Registrar and Share Transfer Agents of the Company, M/s. Integrated Registry Management Services Private Limited, 2nd Floor, Kences Towers, No.1 Ramakrishnan Street, North Usman Road, T-Nagar, Chennai – 600 017 Tel : 044-28140801/02/03 for claiming the dividend.
7. Dividend declared in the year 2010-2011 for the financial year ended as on 31-03-2011 and remaining unclaimed will be transferred to Investor Education and Protection Fund after conclusion of this Annual General Meeting.
8. The Notice of the AGM along with the Attendance Slip and Proxy Form, is being sent by electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode. We encourage your participation and request your support in this regard. To receive communications from the Company in electronic form, please register your e-mail address with your Depository Participant(s) / Registrar and Share Transfer Agent (RTA) or write to us.
9. Members may also note that the notice of the Annual General Meeting and the Annual Report 2018 will be available on the Company's Website: www.prithvifx.com.
10. Members holding shares in physical form are requested to notify to the Company immediately of any change in their residential and e-mail address to the Registrar and Transfer Agents: INTEGRATED REGISTRY MANAGEMENT SERVICE PRIVATE LIMITED, 2nd Floor, Kences Towers, No.1, Ramakrishnan Street, North Usman Road, T-Nagar, Chennai – 600 017. Tel : 044-28140801/02/03.
11. Members holding shares in dematerialized form may inform the change in their residential and e-mail address to their Depository Participants.
12. Members who are holding shares in identical order of names in more than one account are requested to intimate to the Company, the ledger folio of such accounts together with the share certificate(s) to enable the Company to consolidate all the holdings into one account. The share certificate (s) will be returned to the members after necessary endorsements.
13. Proxies Members should bring the attendance slip duly filled in for attending the meeting.
14. All documents referred to in the accompanying notice and the explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 will be available for inspection at the registered office of the Company during the business hours on all working days up to the date of declaration of results of the Annual General Meeting of the Company.
15. Brief resume, details of shareholding and Directors inter-se relationship of Directors seeking election / reelection, as required under Reg. 36 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India are provided where ever required.

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16. Any member who needs any clarification on accounts or operations of the Company shall write to the Compliances Officer which should reach at least 7 days before the meeting, so that the information required can be made available at the meeting.

17. 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 SEBI(LODR) 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services.

(i) 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/polling 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 12/09/2018 (9:00 AM) and ends on 16/09/2018 (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 09/09/2018, 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 resolutions are cast by the members, the members shall not be allowed to change it subsequently.

(v) 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 09/09/2018.

(vi) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 09/09/2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the Company / RTA.

(vii) 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 “Forgot User Details / Password” option available on www.evoting.nsdl.com, or contact NSDL at the following toll free No: 1800-222-990.

(viii) 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.

(ix) 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).

(x) 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.

(xi) 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.

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(xii) V.Esaki, Practising Company Secretary (Membership No. 30353), Proprietor of M/s. V.Esaki & Associates Company Secretaries has been appointed as the Scrutinizer to scrutinize the voting at the AGM and the remote e-voting process in a fair and transparent manner.

(xiii) 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 "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.

(xiv) The Scrutinizer shall after the conclusion of voting at the general meeting, first count the votes cast

Information about director seeking appointment / re-appointment in this Annual General Meeting

Name of the Director	Mr. Mahavir chand
DIN	00671041
Father's Name	Phul chand
Date of Birth	03/09/1972
Educational Qualifications	MCom & CFA Finance
Experience	3 Years
Date of Appointment	29.09.2015
Directorships in other listed company	Nil
Committee Memberships in other listed company	Nil
Number of shares held	Nil

Place : Chennai
Date : 10/08/2018

For and on behalf of the Board
Sd/-
Pavan Kumar Kavad
Whole Time Director
DIN No: 07095542