

PERMANENT MAGNETS LIMITED

NOTICE

NOTICE is hereby given that the **57th Annual General Meeting** of the members of **Permanent Magnets Limited** will be held on Friday, the 28th day of September, 2018 at 11.00 a.m. at The Raj Regency Hotel, Khanvel Road, Opp. Silvassa Civil Court, Near Anand Nagar, Tokarkhada, Silvassa – 396230, Union Territory of Dadra and Nagar Haveli, India, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 along with notes and schedules thereon as on that date and the reports of Board of Directors and Auditors thereon.
2. To appoint a director in place of Smt. Sunaina Taparia (DIN: 07139610), who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration 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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014 (the Rules), (including any statutory modification(s) or re-enactment (s) thereof for the time being in force) and pursuant to the recommendation of the Audit Committee the Board of Directors of the Company hereby ratifies the appointment of M/s. Ramanand & Associates, Chartered Accountants (Firm Registration No. 117776W) as the Statutory Auditors of the Company to hold office from the conclusion of this Meeting till the conclusion of next Annual General Meeting on such remuneration plus applicable taxes and out of pocket expenses, as may be mutually agreed upon by the Board of Directors and Statutory Auditors; and

RESOLVED FURTHER THAT the Board of Directors of the Company and /or Smt. Rachana Rane, Company Secretary be and are hereby severally authorized to do all such acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution.”

SPECIAL BUSINESS:

4. Resolution for Regularisation of Additional Director, Shri. Kamal Binani (DIN: 00340348), and appointment of the same as an Independent Director of the Company and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof for the time being in force (the “Act”), and on recommendation of Nomination and Remuneration Committee, Shri. Kamal Binani (DIN: 00340348), a Non-executive Director of the Company, who was appointed as an Additional (Independent) Director on the Board w.e.f. December 26, 2017 and who holds office up to the date of this Annual General Meeting, and who has submitted a declaration of independence under Section 149 (6) of the Act and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from December 26, 2017 upto December 25, 2022 and whose office shall not be liable to retire by rotation.”

5. Revision in remuneration payable to Shri. Sharad Taparia (DIN: 00293739), Managing Director of the Company.

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 Sections 196, 197, 198 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013 and in partial modification of the relevant resolution passed at the Annual General Meeting of the Company held on 28th September, 2017, consent of the members of the Company be and is hereby accorded to the revision in the remuneration of Shri. Sharad Taparia (DIN: 00293739), Managing Director of the Company, w.e.f. 01st April, 2018 on the remuneration, terms and conditions as recommended by the Nomination and Remuneration Committee and as set out in the explanatory statement annexed to the notice.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized and empowered to alter or vary the scope and composition of remuneration of Shri. Sharad Taparia (DIN: 00293739), Managing Director, including the monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”



By Order of the Board of Directors
For **Permanent Magnets Limited**

Dated: 13th August,2018

Place: Mumbai

Corporate Office:

B-3, MIDC Industrial Area,
Village Mira, Mira Road – 401104 Dist. Thane.

Sd/-
Rachana Rane
Company Secretary

NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll instead of himself / herself and the proxy need not be a member of the company. The instrument appointing the proxy, in order to be effective, must be deposited with the Company, duly completed and signed, not less than FORTY-EIGHT hours before the commencement of the AGM. A proxy so appointed shall not have any right to speak.**

Pursuant to Section 105 of the Companies Act, 2013 and Rule 19 the Companies (Management & Administration) Rules, 2014, a person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Register of Members and Share Transfer Register shall remain closed from Thursday, 20th September 2018 to Friday, 28th September, 2018 (both days inclusive).
3. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 4 and 5 of the Notice, is annexed hereto.
4. The Company has appointed a SEBI approved Registrar and Share Transfer Agent M/s. Adroit Corporate Services Private Limited having their office 17/20, Jafferbhoy Ind. Estate, 1st Floor, Makhwana Road, Marol Naka, Andheri (E), Mumbai-400059. Members are requested to send all communication such as relating to Change of Address, Transfer/Demat of shares etc. to M/s. Adroit Corporate Services Private Limited.
5. Trading of equity shares of the company in demat form has been made in the CDSL system on 31stOctober,2001and in the NSDL system on 29th November, 2001 under ISIN No. INE418E01018.
6. The shares of the company are in Demat category for all the investors. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard.
7. Corporate Members are requested to send a duly certified copy of the Board resolution/Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
8. Members/Proxies are requested to bring their admission slips along with the copies of the Annual Report to the Meeting.
9. Members having any queries in relation to the accounts are requested to send details of their queries at least ten days in advance to enable the Company to collect the relevant information.
10. Members who have not registered their e-mail address so far are requested to register their e-mail address, by sending an email stating clearly your name, folio no. if you are holding shares in physical form else DP Id & Client Id if you are holding shares in dematerialized form to:- **investors@pmlindia.com**.
11. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2017-18 will also be available on the Company's website viz. www.pmlindia.com
12. The route map showing directions to reach the venue of the Fifty Seventh AGM is annexed.
13. In compliance with the provisions of Section 108 of the Act read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all the resolutions set forth in this Notice. The instructions for e-voting are given

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herein below. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM. The Board of Directors has appointed Shri. Arun Dash, Practicing Company Secretary, as a Scrutinizer.

Voting through electronic means:

The procedure and instructions for the same are as follows:

- (i) The voting period begins on 24th September, 2018 at 10.00 a.m and ends on 27th September, 2018 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders/Members.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) 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) <ol style="list-style-type: none">1. 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.2. 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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 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. <ol style="list-style-type: none">1. 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 (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.



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

(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. 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.

(xx) 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.
- 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.

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.

Members may alternatively cast their votes using the Ballot Form. In the event member casts his votes through both the processes i.e. E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.

The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.pmlindia.com) and communication of the same will be sent to the BSE Limited within 48 hours from the conclusion of the AGM.

By Order of the Board of Directors
For **Permanent Magnets Limited**

Dated: 13th August, 2018

Place: Mumbai

Corporate Office:

B-3, MIDC Industrial Area,
Village Mira, Mira Road – 401104 Dist. Thane.

Sd/-
Rachana Rane
Company Secretary

PERMANENT MAGNETS LIMITED

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

As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 and 5 of the accompanying Notice:

Item No. 4

The Board of Directors of the Company in its meeting held on December 26, 2017, appointed Shri. Kamal Binani, as an Additional Director (Independent) of the Company pursuant to the provisions Section 161 of the Companies Act, 2013 and all other applicable provisions, if any.

In terms of the provisions of Section 161 of the Companies Act, 2013 Shri. Kamal Binani would hold office up to the date of ensuing Annual General Meeting.

The Company has received from Shri. Kamal Binani (i) consent in writing to act as Independent Director in Form DIR-2 (ii) intimation in Form DIR- 8 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, (iii) Disclosure in Form MBP-1 under 184(1) of the Companies Act, 2013 and (iv) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the companies Act, 2013.

The resolution seek approval of members for the appointment of Shri. Kamal Binani as an Independent Director of the Company for 5 years effective from the date of appointment by the Board, i.e from December 26, 2017 to December 25, 2022, pursuant to Section 149 and other applicable provisions of the Act and the rules made thereunder. Further, in terms of Section 149(13) of the said Act, Independent directors are not liable to retire by rotation.

Brief profile of the Shri. Kamal Binani is provided as below.

BRIEF PROFILE OF DIRECTOR WHO IS PROPOSED TO BE APPOINTED AS SET OUT IN THIS NOTICE:

Name of Director	Shri. Kamal Binani
Date of Birth	August 30, 1960
Date of Appointment	December 26, 2017
Qualifications	B.Com, Chartered Accountant
Exposure in specific functional areas	35 years of Experience Finance, Accounting and Taxation.
Directorship held in other Companies (excluding foreign Companies, Private Companies and Alternate Directorships)	Kamal Supers Limited Pregna International Limited Indo Industries Limited SPA Capital Services Limited
Member of Committee of Directors of other Companies	-
Shareholding in Company	Indo Industries Limited – 9.80 %

Except Shri. Kamal Binani and his relatives, None of the Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested financially or otherwise, in the resolution set out at item no. 4 of the notice.

The Board recommends this resolution for the approval of the Members.

Item No. 5

The members at their Annual General Meeting held on 28th September, 2016 had by way of Special Resolution approved the appointment of Shri. Sharad Taparia as a Managing Director of the Company for period of 5 years commencing 1st April, 2016 on terms and conditions including remuneration payable to Managing Director.

The Company, during the year, has achieved remarkable growth in all divisions of the Company. As a Managing Director, Shri. Sharad Taparia's leadership has led to remarkable performance of all business units due to which the Company is looking forward to an exciting growth phase. There has also been a considerable increase in the duties and responsibilities performed by the Managing Director and after considering the prevailing managerial remuneration in industry, the Board of Directors at their meeting held on 13th August, 2018, on the recommendations made by the Nomination and Remuneration Committee, has approved the proposal to increase the remuneration of Shri. Sharad Taparia, Managing Director, with the following remuneration structure w.e.f. 1st April, 2018.



Salary p.a.	72,00,000/-
	In addition to the salary payable, the Managing Director shall also be entitled to perquisites and allowances like club fees such other perquisites and allowances in accordance with the rules of the Company or as may be agreed by the Board of Directors.
	Cars, Telephone, Cell Phone, laptop, desktop shall be provided and their maintenance and running expenses shall be met by the Company.
	Other benefits like Gratuity, Provident Fund, Superannuation Fund and /or Annuity Fund etc. as applicable to Senior Executives of the Company.
	The Managing Director shall not paid any sitting fees for attending the meetings of the Board of Directors or Committee thereof.
Other Terms	The Board of Directors, which includes Nomination and Remuneration Committee, are empowered from time to time to consider upward revision of the remuneration with such components as they may deem fit, during the tenure of the Managing Director, which in no case shall be more than maximum sum of 84,00,000/- p.a. (Rupees Eighty Four Lakhs Only) by Ordinary Resolution. Annual increment is subject to overall ceiling limit of 84,00,000/- p.a. (Rupees Eighty Four Lakhs Only) prescribed above.

Where in any financial year during the currency of the tenure of the Managing Director, we have Nil Profits or the Profits are inadequate, Managing Director shall be paid remuneration as under Section II, Part II of Schedule V of the Companies Act, 2013, based on the effective capital of the Company and in accordance with the approval of the Nomination and Remuneration Committee at the relevant point of time.

As the terms for revision in remuneration proposed above are in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act, the Central Government approval is not necessary for the above revision in remuneration.

INFORMATION AS PER SCHEDULE V OF THE COMPANIES ACT, 2013

GENERAL INFORMATION				
1.	Nature of Industry	Manufacturers of magnets and magnetic Assemblies, Parts and accessories of Electricity & Gas meters.		
2.	Date or expected Date of commencement of commercial production	The Company commenced commercial production from 1960		
3.	In case of new companies, expected date of commencement of new activities as per project approved by the financial institutions appearing in the prospectus	N.A		
4.	Financial performance based on given indicators	Particulars	2017-18 (Audited)	2016-17 (Audited)
		Net Revenue	93,21,19,936	73,10,57,686
		Profit Before Tax	6,87,72,687	1,41,85,345
		Less : Current Tax	1,40,21,960	23,29,094
		Less : Deferred Tax	8,67,977	-
		Profit After Tax	5,38,82,750	1,18,56,251
5.	Foreign Investment or collaborations, if any.	N.A		
INFORMATION ABOUT THE DIRECTOR				
1.	Background Details	Shri. Sharad Taparia has been on the Board of Directors of the Company since 15 th May, 2008. He is the Managing Director of the Company and appointed by members of the Company in their meeting held on 28 th September, 2016. He is Promoter of the Company and he hails from the promoter family of Permanent Magnets Limited.		
2.	Past remuneration Salary p.a	* ₹ 36,00,000/- (* Excluding perquisite, which shall not be included in the computation of the ceiling limits of remuneration)		
3.	Recognition or awards	NIL		
4.	Job profile and his suitability:	Shri. Sharad Taparia has held managerial positions in the Company and having vast business experience and exposure to managing diverse businesses.		

PERMANENT MAGNETS LIMITED

GENERAL INFORMATION		
5.	Remuneration Proposed:	
	Salary p.a.	72,00,000/-
		In addition to the salary payable, the Managing Director shall also be entitled to perquisites and allowances like club fees such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors.
		Cars, Telephone, Cell Phone, laptop, desktop shall be provided and their maintenance and running expenses shall be met by the Company.
		Other benefits like Gratuity, Provident Fund, Superannuation Fund and /or Annuity Fund etc. as applicable to Senior Executives of the Company.
		The Managing Director shall not paid any sitting fees for attending the meetings of the Board of Directors or Committee thereof.
	Other Terms	The Board of Directors, which includes Nomination and Remuneration Committee, are empowered from time to time to consider upward revision of the remuneration with such components as they may deem fit, during the tenure of the Managing Director, which in no case shall be more than maximum sum of 84,00,000/- p.a. (Rupees Eighty Four Lakhs Only) by Ordinary Resolution. Annual increment is subject to overall ceiling limit of ₹ 84,00,000/- p.a. (Rupees Eighty Four Lakhs Only) prescribed above.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and the person:	Considering the size of Company's operations, the proposed remuneration is commensurate with general industry trends.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:	Apart from receiving managerial remuneration and holding 7,42,857 Equity Shares of the Company, Shri. Sharad Taparia does not have any other pecuniary relationship with the Company. The Board recommends the relevant ordinary resolution set out in the Notice Convening the meeting.
OTHER INFORMATION		
1.	Reason for loss or inadequate profits:	The reason of inadequate profit is that our products gestation period is high where as its life is short.
2.	Steps taken or proposed to be taken for improvement:	Company is investing in development of products with longer life span and having multiple customers for each product.
3.	Expected increase in productivity and profits in measurable terms:	At this stage it is difficult to quantify the financial performance of the Company.
4.	Disclosure In Corporate Governance	In terms of Regulation 27(2) read with Regulation 15(2) of Chapter IV of Listing Regulations, our company not fall within criteria of above regulation hence compliance with the provisions of clauses relating to corporate governance is not mandatory.

Except Shri. Sharad Taparia and his relatives, None of the Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested financially or otherwise, in the resolution set out at item no.5 of the notice.

The Board recommends this resolution for approval of the members.

By Order of the Board of Directors
For **Permanent Magnets Limited**

Dated: 13th August,2018
Place: Mumbai
Corporate Office:
B-3, MIDC Industrial Area,
Village Mira, Mira Road – 401104 Dist. Thane.

Sd/-
Rachana Rane
Company Secretary

PERMANENT MAGNETS LIMITED

Regd Off. : Harsh Avenue, 302, 3rd Floor, Opp Silvassa Police Station, Silvassa Vapi Main Road, Silvassa- 396230. Dadra and Nagar Haveli(U.T.)
CIN: L27100DN1960PLC000371 WEBSITE: www.pmlindia.com

ATTENDANCE SLIP

I/We hereby record my/our presence at the 57th Annual General Meeting of the Company held at the The Raj Regency Hotel, Khanvel Road, Opp. Silvassa Civil Court, Near Anand Nagar, Tokarkhada, Silvassa – 396230, Dadra and Nagar Haveli (U.T.) on Friday, 28th September, 2018 at 11.00 A.M.

Name of Shareholders _____	DP ID* _____
Registered Address _____	Client ID* _____
_____	Folio No. _____
_____	No. of Shares _____

Name of the Member / Proxy

Signature of the Member / Proxy

(In BLOCK letters)

Note: Kindly fill this attendance slip and hand it over at the entrance of the meeting.

* Applicable for investors holding shares in electronics form.

----- ✂ ----- TEAR HERE ----- ✂ -----

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]

PERMANENT MAGNETS LIMITED

Regd Off. : Harsh Avenue, 302, 3rd Floor, Opp. Silvassa Police Station, Silvassa Vapi Main Road Silvassa- 396230. Dadra and Nagar Haveli(U.T.)
CIN: L27100DN1960PLC000371 WEBSITE: www.pmlindia.com

Name of the Member (s): _____

Registered address: _____

E – mail Id: _____

Folio No / Client Id: _____ **DP Id:** _____

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

- 1) _____ of _____ (address)having e-mail ID _____, or failing him
- 2) _____ of _____ (address)having e-mail ID _____, or failing him
- 3) _____ of _____ (address)having e-mail ID _____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 57th Annual General Meeting of the company, to be held on the Friday, September 28, 2018 At 11.00 a.m. at The Raj Regency Hotel, Khanvel Road, Opp. Silvassa Civil Court, Near Anand Nagar, Tokarkhada, Silvassa – 396230, Dadra and Nagar Haveli (U.T.)and at any adjournment thereof in respect of such resolutions as are indicated behind:

Resolutions	For	Against
Ordinary Business:		
1. To receive, consider and adopt the Audited Balance Sheet as at 31 st March, 2018 and the Statement of Profit and Loss for the year ended 31 st March, 2018 along with Directors' Report and Auditors' Report thereon.		
2. To appoint a Director in place of Smt. Sunaina Taparia (DIN: 07139610), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.		
3. To Ratify appointment of M/s. Ramanand & Associates as a Statutory Auditors of the Company.		
Special Business:		
4. Regularization of Additional Director, Shri. Kamal Binani (DIN : 00340348) and appointment of the same as an Independent Director of the Company.		
5. Revision in remuneration payable to Shri. Sharad Taparia (DIN: 00293739), Managing Director of the Company.		

Signed this day of 2018

Signature of shareholder _____

Affix a
revenue
stamp

Signature of first Shareholder

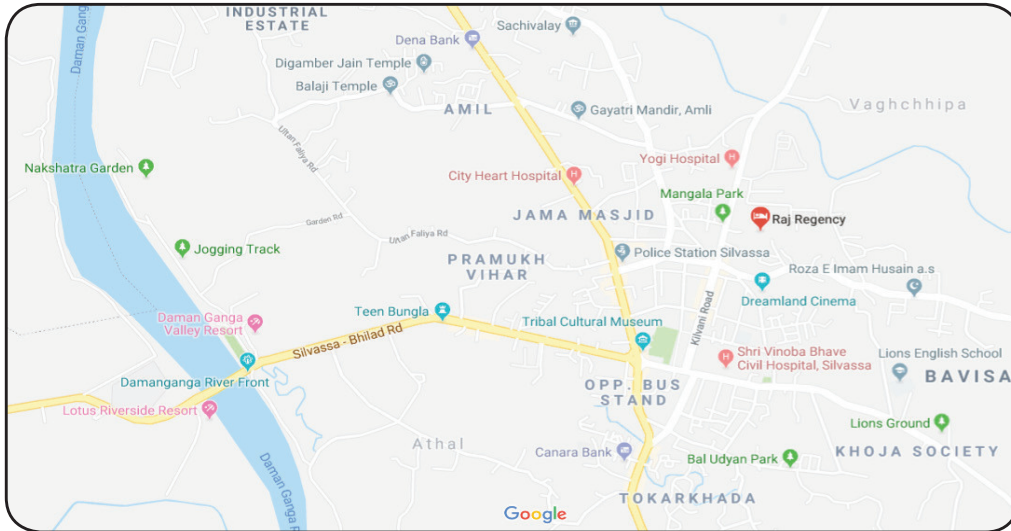
Signature of Proxy holder(s)

Note:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered and Corporate Office of the Company, not less than 48 hours before the commencement of the Meeting.
- (2) A proxy need not be a member.
- (3) For the Resolutions Explanatory Statement and Notes, please refer to the Notice of the 57th Annual General Meeting.
- (4) This is only optional. Please put a "X" in the appropriate column against the resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

ROUTE MAP TO THE AGM VENUE

Venue : The Raj Regency Hotel, Khanvel Road, Opp. Silvassa Civil Court, Near Anand Nagar, Tokarkhada, Silvassa – 396230, Dadra and Nagar Haveli (U.T.)



Landmark : Near Mangala park

Distance From Silvassa Bus Station: 1.4 Km (approx)