

NOTICE OF 34TH ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty Fourth Annual General Meeting of the Members of P.M. TELELINNKS LIMITED will be held on Tuesday, 30th September 2014, at 11.30 AM at "1-7-241/11/D, S. D. ROAD, SECUNDERABAD, ANDHRA PRADESH. To transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Balance Sheet as at 31st March 2014 and the Statement of Profit and Loss for the year ended on that date along with the Report of Directors' and Auditors' thereon.
2. To appoint a Director in the place of Mr. Ravi Surana Pukhraj (DIN :01777676), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration. The retiring Auditors M/s. N.K. JALAN & CO., (Firm Regn. No. 104019W) are eligible for re-appointment. In this connection to consider and if thought fit to pass the following resolution with or without modification as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable Rules made there under M/s. N.K. JALAN & CO., Chartered Accountants [Firm Registration No 104019W], who have offered themselves for re-appointment and have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and are hereby re-appointed as Auditors of the Company, to hold office from the conclusion of the 34th Annual General Meeting for a period of three consecutive years until conclusion of the 37th Annual General Meeting of the Company, subject to ratification of appointment by the members at every subsequent Annual General Meeting held hereafter, at a remuneration as may be decided by the Board of Directors of the Company."

By Order of the Board

Hyderabad
27.08.2014

For P.M. TELELINNKS LIMITED

Notes:

1. The statement pursuant to Section 102(1) and Schedule V of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. A Member entitled to attend and vote is entitled to appoint to Proxy to attend and vote instead of himself and the Proxy need not be a Member of the Company. The instrument appointing Proxy should, however, be deposited at the REGISTERED OFFICE of the Company not less than 48 hours before the commencement of the Meeting.
3. A person can act as a proxy on behalf of members not exceeding 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 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 share holder.
4. Members/proxies are requested to bring the attendance slips duly filled in for attending the meeting and bring their copies of the Annual Report to the meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
5. All documents referred to in the accompanying Notices and Explanatory Statement are open for inspection at the Registered Office of the Company between 11.00 Am to 1.00 Pm on all working days except on Saturdays till the date of AGM.
6. Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement, the Company is pleased to provide e-voting facility to the members to cast their votes electronically on all resolutions set forth in this Notice. The detailed instructions for e-voting are given as a separate attachment to this Notice.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. The Company has notified that Register of Member shall remain closed from 28th August, 2014 to 30th August, 2014 both days inclusive for determining the names of the Members eligible for receiving notice of AGM.

9. M/s. AARTHI CONSULTANTS, 1-2-285, DOMALGUDA, Hyderabad-500029 acts as the Company's Registrar and Share Transfer Agent for both manual and electronic form of shareholding. All correspondence relating to shares, including Change in Address and Bank Particulars should be addressed directly to them. In respect of shares held in Electronic form, shareholders may send requests or correspond through their respective Depository Participants.
10. Non-Resident Indian Shareholders are requested to inform the Registrars M/s. AARATHI CONSULTANTS immediately:
11. The change in the Residential Status on return to India for permanent settlement.
12. The particulars of the Bank Account maintained in India with complete name, branch, account number and address of the Bank, if not furnished earlier.
13. Corporate Members intending to depute their authorized representatives are requested to send to the Company a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the Annual General Meeting.
14. Members holding shares in single names and physical form are advised to make nomination in respect of their share holding in the company. Shareholders desirous of making nominations are requested to send their request (which will be made available on request) to the Registrar and Share Transfer Agent M/s. Aarthi Consultants
15. Members desiring to seek any information on the annual accounts are requested to write to the Company at an early date to enable compilation of information.
16. 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 can submit their PAN to the Registrar & Share Transfer Agent.
17. Members who would like to receive all communication including Annual Report, Notices, circulars, etc. from the Company in electronic mode in lieu of physical copy and who have not registered their email addresses so far or who would like to update their email addresses already registered, are requested to register/update their email address, in respect of electronic shareholding - through their respective Depository participant and in respect of physical shareholding - by sending a request to the company's Registrar & Share Transfer Agent, mentioning therein their folio number and email address.
18. Pursuant to Clause 49 of the Listing Agreement, the information pertaining to directors seeking re-appointment at the annual general meeting is furnished below:

Mr. Ravi Surana, is a Commerce Graduate from Osmania University. He is partner of the P.M. Telecom firm and he is in the capacity of Executive Director of Golkonda Engineering Enterprise Limited. He has around 20 years of rich experience in the Ferrrous & Non-Ferrous steel, Metal and cable business in his capacity as promoter, Director, Partner of the various units belongs to the Surana Udyog Group.

INSTRUCTIONS FOR E-VOTING FORMING PART OF NOTICE CALLING 34TH ANNUAL GENERAL MEETING:

E-voting

Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement P.M. TELELINNKS LIMITED (the Company) is pleased to provide its members' e-voting facility to cast their votes electronically on all resolutions set forth in the Notice convening the 34th Annual General Meeting to be held on 30th September, 2014 at 11.00 am. The e-voting facility is being provided by CDSL.

E-voting Event Number and Timelines for voting:

The E-voting Event Number and the timelines of E-voting are detailed below:

E-voting Event Number (EVEN)	Commencement of E-Voting	End of E-Voting
140904134-PM TELELINNKS LTD	23 rd September at 10.00 AM	25 th September at 6.00 PM

General Information:

1. Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the record date, may cast their vote electronically.
2. Every shareholder requires User ID and Password for casting their votes electronically. Folio No / DP ID- Client ID will be the User ID.
3. For Shareholders receiving Notice of AGM in physical form, the initial password will be intimated along with the Notice of Annual General Meeting and for Shareholders receiving Notice of AGM electronically, password will be provided in the email forwarding the electronic notice.
4. The E- voting period commences on 23rd September 2014 (10.00 AM) and end on 25th September 2014(6.00 PM). During this period, Shareholder of the Company holding their shares either in physical form or in dematerialised form, as on the cut off date of 30th August, 2014, may cast their votes electronically. The E-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is casted by the shareholder, the shareholder shall not be allowed to change it subsequently.
5. The voting rights of the shareholders shall be ONE VOTE PER EQUITY SHARE registered in the name of the shareholder / beneficial owner as on the cut-off date i., 30th August, 2014.
6. Shareholders who have not casted their votes electronically, may only cast their vote at the Annual General Meeting.
7. Mrs. Prashantha Laxmi , (Membership No. ACS31264) Practicing Company Secretaries, Hyderabad will act as Scrutinizer for scrutinizing the E-voting process in a fair manner.
8. The scrutinizer within a period not exceeding three working days from the conclusion of the E-voting period, shall unlock the votes in the presence of at least two witnesses, not in employment of the company and make a Scrutinizer's Report of the votes cast in favour or against, if any of each of the resolutions set forth in the Notice of the Annual General Meeting, to the Chairman of the Company.
9. The results declared along with the scrutinizer's report shall be placed on the website of the Company and on CDSL Website within two days of passing of resolutions at the 34th Annual General Meeting of the Company on 30th September, 2014 and will be communicated to the Stock Exchanges where the shares of the company are listed.
10. The result of voting will be announced by the Chairman of the Meeting at or after the AGM to be held on 30th September, 2014 and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolution.

Instructions and Steps for E-Voting:

(a) Instructions for e-voting

- a) The shareholders should log on to the e-voting website
- b) Click on "Shareholders" tab.
- c) Now enter your User ID

For Members holding shares in Demat Form	For Members holding shares in Physical Form
For NSDL: 8 Character DP ID followed by 8 Digits Client ID, For CDSL: 16 digits beneficiary ID,	Folio Number registered with the Company

- d) Next enter the image Verification as displayed and Click on Login.
- e) If you are holding shares in demat form and had logged on to _____ and voted on an earlier voting of any company, then your existing password is to be used.
- f) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA00001234 in the PAN field • Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL client id. For example: CDSL, Account holder name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is 'RA00001234'. NSDL, Account holder name is Rahul Mishra and DP ID. is IN300000 and client ID 12345678 then default value of PAN is 'RA12345678'.

DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the folio/client id.

- g) After entering these details appropriately, click on "SUBMIT" tab.
- h) Members holding shares in Physical form will then reach directly to the voting screen.
- i) 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.
- If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- j) Click on the relevant EVSN for the "140904134 -PM Telelinnks limited" on which you choose to vote.
- k) On the voting page, you will see Resolution Description and against the same the option 'YES/NO' for voting. Enter the number of shares (which represents number of votes) under YES/NO.
- l) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Notice of the Annual General Meeting.
- m) 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.
- n) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- p) Note for Non-Individual Shareholders & Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- q) 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
10. Since the Company is required to provide facility to the members to exercise their right to vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form and not casting their vote electronically, may cast their vote at the Annual General Meeting.

P.M. TELELINKS LIMITED

(CIN: L27105AP1980PLC002644)

Regd. Office: 1-7-241/11/D, S.D. ROAD, SECUNDERABAD-500003

Tel: 040-40176211, Fax: 040-27818967, Email:gp@suranamailindia.com

11. The Scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the e-Voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairperson of the Company.
12. The results shall be declared on or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.pmtele.com and on the website of CDSL within two (2) days of passing of the resolutions at the Annual General Meeting of the Company on September 30th, 2014 and communicated to the BSE Limited.

By Order of the Board

For P.M. TELELINKS LIMITED

Hyderabad

27.08.2014

Attendance Slip

34th Annual General Meeting

Date	Venue	Time
Tuesday, September 30, 2014	1-7-241/11/D, S D Road, Secunderabad, Andhra Pradesh-500003	11.30 A.M.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Folio No. _____ *DP ID No. _____ *Client ID No. _____

Name of the Member Mr./Mrs. _____ Signature _____

Name of the Proxyholder Mr./Mrs. _____ Signature _____

* Applicable for investors holding shares in electronic form.

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the 34th Annual General Meeting of the Company held on **Tuesday, September 30, 2014** at **11.30 a.m.** at 1-7-241/11/D, S D Road, Secunderabad, Andhra Pradesh-500003.

Signature of the Member/ Proxy

34th Annual General Meeting

Form No. MGT-11

FORM OF PROXY

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014.]

Name of Member(s)	:		Email Id	:	
Registered Address	:		Folio No.	:	
	:		*DP Id.	:	
No. of Shares held	:		*Client Id.	:	

* Applicable for investors holding shares in electronic form.

I/We, being a member(s) of _____ shares of P M Telelinks Limited hereby appoint:

_____, or failing him

_____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company to be held on Tuesday, September 30, 2014 at 11.30 a.m. at 002, 1-7-241/11/D, SD Road, Secunderabad, Andhra Pradesh-500003 and at any adjournment thereof in respect of such resolutions as are indicated below

** I wish my above Proxy to vote in the manner as indicated in the box below:

Sl. No.	Resolutions	Number of Shares held	For	Against
Ordinary Business				
1.	Adoption of audited Financial Statements for the financial year ended March 31, 2014 and reports of the Board of Directors and the Auditors thereon;			
2.	Resignation of Shree P. Chandra Mohana Rao, who retires by rotation			
3.	Appointment of M/s. N. K. Jalan & Co., Chartered Accountants, Mumbai as Auditors			
Special Business				
4.	Appointment of Mr. Amish Bharat Kadakia as an Independent Director			

** This is optional. Please put a tick mark (x) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all of the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signature(s) of the Member(s)

Signed this _____ day of _____ 2014

Notes:

1. The Proxy to be effective should be deposited at the registered office of the company not less than Forty Eight (48) Hours before commencement of the meeting.
2. A proxy need not be a member of the company.
3. In the case of the joint holders, the vote of the senior who tenders vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of the Members.
4. The form of proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
6. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns "For" or "Against" as appropriate.

34TH Annual General Meeting

Affix One rupee Revenue Stamp
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