

PCS Technology Limited

Regd. Off: Gat No. 478, Alandi Market Road, Tal. Khed, Alandi, Dist. Pune-412106
Corp. off: 302-304, Regent Chamber, Nariman Point, Mumbai-400 021.
Fax: +91-22-22851489, Tel:- 022 22822621, Web: www.pcstech.com.
Email:- investorsgrievances@pcstech.com CIN: L74200MH1981PLC024279.

NOTICE TO THE MEMBERS

NOTICE is hereby given that the Company has on 18th December 2014, completed the dispatch of Postal Ballot Notice and e-voting to all the Members of the Company under Section 110 of the Companies Act 2013 ("the Act") read with the Rule 22 of the Companies (Management and Administration) Rules 2014, other applicable provisions of the Companies Act, 2013 and the rules made there under, along with the Postal Ballot Form and a self-addressed reply postage envelop (for which postage will be paid by the Company) and also through e-mail to the shareholders whose names appear in the Register of Members/list of Beneficial Owners as received from National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") as on Friday 12th December 2014 for seeking the consent of the shareholders of the Company, in terms of the requirement prescribed in paragraph 5.16 of SEBI Circular no. CIR/CFD/ DIL/5/2013 dated February 4, 2013, CIR/CFD/ DIL/8/2013 dated May 21, 2013 and CIR/CFD/ POLICY CELL/2/2014 dated April 17, 2014 to the Scheme of Amalgamation and Arrangement between PCS International Ltd, Mauritius (the Transferor Company) and PCS Technology Limited (the Transferee Company) and their respective shareholders pursuant to Sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956 and Section 52 of the Companies Act, 2013 ("the Scheme") by the way of Postal Ballot notice dated 13th December 2014.

In compliance with the provisions of Section 108, 110 and the applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules 2014, and the revised clause 35B of the Listing Agreement entered into with the Stock Exchanges, the Company is pleased to offer e-voting facility as an option to all the Members of the Company. The Company has engaged CDSL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form.

A copy of the Postal Ballot Notice and Form are also available on the website of the Company at www.pcstech.com.

The members may note that voting through Postal Ballot and e-voting would commence from 10.00 a.m. on Saturday, the 20th December 2014, and ends at 5.00 p.m. on Sunday, the 18th January 2015. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than the 18th January 2015. All Postal Ballot Forms received after this date will be treated as if reply from such Member has not been received. In case a member votes through e-voting facility as well as sends his/her/it vote through physical vote, the vote cast through physical Postal ballot shall be considered by the scrutinizer and e-voting of that member shall be treated as invalid.

Shareholders who have not received Postal Ballot Forms or who have received the postal ballot form by e-mail and who wish to vote through physical Postal Ballot Form, may download it from the website of the Company or may apply for a duplicate thereof to the Company/Registrar and Share Transfer Agent i.e. M/s. Bigshare Services Pvt. Ltd., E-2, Ansa Indl. Estate, Saki Vihar Road, Saki Naka Andheri (E), Mumbai-400 072.

The Board of Directors of your Company has appointed Mr. M. M Sheth of M/s. M. M. Sheth & Co., Practicing Company Secretary, as scrutinizer for conducting the e-voting and Postal Ballot voting process in a fair and transparent manner.

The result of the voting on the resolution will be declared and published in the newspaper and communicated to the Stock Exchanges and shall also be posted on the website of the Company.

Any queries/grievances in relation to the Postal Ballot including voting by electronic means, may be addressed to the Company Secretary, PCS Technology Limited, 302-304, Regent Chambers, Nariman Point, Mumbai-400 021.

The voting rights of the members shall be reckoned as on 12th December, 2014 which is the cut-off date.

By order of the Board
Sd/-

Place : Mumbai
Date : 18th December, 2014

Bhaskar Patel
Company Secretary

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By order of the Board
Sd/-
Bhaskar Patel
Company Secretary

Place : Mumbai
Date : 18th December, 2014

भारतीय स्टॉक एक्सचेंज लि. (BSE) को सूचित किया गया है कि निम्नलिखित सूचना का प्रकाशन किया गया है।