

13th October, 2016

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip Code: 532349

Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051

Scrip Symbol: TCI

Sub: Publication and dispatch of Notice of 21st Annual General Meeting and Book closure

Dear Sir/ Madam,

This is in continuation to our letter dated 5th October 2016 intimating you about convening of 21st Annual General Meeting ("AGM") of the Company on Friday, 4th November, 2016.

This is to further inform you that the Company on 10th October, 2016 has completed the dispatch of Annual Report for FY 2015-16 alongwith the Notice convening the AGM, E-Voting instructions and Proxy Forms via E-Mail to those members who have registered their E-Mail IDs & through permitted physical mode to the remaining members. The copy of AGM Notice is annexed herewith as Annexure I for your kind reference and records.

Further, Pursuant to applicable statutory provisions including SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, the Company is providing E-voting facility to the Members holding shares either in Physical form or in Demat form, as on cut-off date i.e. 28th October, 2016. The Members can vote from a place other than the venue of the meeting ("remote E-voting") on all the business as set out in the AGM Notice through electronic voting services provided by Karvy Computershare Private Limited, ("Karvy"). The remote E-voting shall commence from Tuesday, 01st November, 2016 at 10:00 am and will end on Thursday, 03rd November, 2016 at 5:00 pm.

The Newspaper cutting of Notice published in the following newspapers with respect to above matter is enclosed herewith as Annexure II for your kind reference:

Name	Date of Publishing
The Hindu Business Line (English)	13 th October, 2016
Surya (Regional Telugu)	13 th October, 2016

Hope you shall find the above in order & request you to take the same on your records.

Thanking you,
Yours Faithfully

For **Transport Corporation of India Ltd**



Archana Pandey
Company Secretary & Compliance Officer
Encl: a/a



Transport Corporation of India Ltd.

Corporate Office : TCI House, 69 Institutional Area, Sector 32, Gurgaon-122 207, Haryana, India www.tcil.com

Tel : 0124-2381-603 - 07 Fax : 0124-2381611 corporate@tcil.com

Regd. Office : Flat Nos. 306 & 307, I-8-273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003

Tel : 040-27840104 Fax : 040-27840163

CIN : L70109TG1995PLC019116

Notice of Annual General Meeting

NOTICE is hereby given that the 21st Annual General Meeting of the Company will be held on Friday, the 4th November, 2016 at 12:30 P.M. at Emerald II, H-Floor, Hotel Taj Krishna, Road No. 1, Banjara Hills, Hyderabad-500 034 to transact the following businesses:

ORDINARY BUSINESSSES:

1. To consider and adopt the Audited Financial Statements, Standalone and Consolidated, for the financial year ended 31st March, 2016 along with Reports of the Directors & Auditors thereon.
2. To appoint a Director in place of Mr. S N Agarwal, who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Ms. Urmila Agarwal, who retires by rotation and, being eligible, offers herself for re-appointment.
4. To consider and appoint M/s R. S. Agarwala & Co., Chartered Accountants, Kolkata (Firm Registration No. 304045E), the Statutory Auditors to hold office from the conclusion of this meeting until conclusion of the next Annual General Meeting and to fix their remuneration. M/s R. S. Agarwala & Co., Chartered Accountants are the retiring auditors and, being eligible, offers themselves for re - appointment.

SPECIAL BUSINESSSES:

5. 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 Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 ('The Act'), as amended from time to time, the Board be and is hereby authorized to appoint Branch Auditors for any branch office of the Company, whether existing or which may be opened / acquired hereafter, in or out side India, in consultation with the Company's Auditors, any person(s) qualified to act as Branch Auditor and to fix their remuneration."

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Section(s) 149, 152 and other applicable provisions including any modification or re-enactment thereof, if any, of the Companies Act, 2013 & rules made thereunder and Regulation 25 of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, Mr. Ashish Bharat Ram, whose tenure is expiring at the conclusion of 21st Annual General Meeting of the Company and from whom the Company has received consent to act as director in writing, if appointed & the declaration of Independence thereof, be and is hereby appointed as a Director of the Company, for a period of 05 years upto the conclusion of 26th Annual General Meeting of the Company to be held in the calendar year 2021.

RESOLVED FURTHER THAT Mr. Vineet Agarwal, Managing Director, Mr. Chander Agarwal, Director, Mr. Ashish Tiwari, Group CFO & Ms. Archana Pandey, Company Secretary & Compliance Officer be and are hereby severally authorized to do all such act, deeds and things as may be necessary to give effect to this resolution."

7. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

"**RESOLVED THAT** in accordance with the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, ('The Act') including any statutory modification(s) or re-enactment(s) thereof, the Articles of Association of the Company and subject to all applicable approval(s) as may be required, consent of the Members be and is hereby accorded to the payment of commission for a period of five years commencing from financial year 2016-17 to the Non-Executive Directors of the Company, as may be decided by the Board from time to time, provided that the total commission payable to the Non-Executive Directors per annum shall not exceed 0.50 percent of the net profits of the Company for that year as computed in the manner specified under Section 198 of the Act, with authority to the Board to determine the manner and proportion in which the amount be distributed among Non-Executive Directors.

RESOLVED FURTHER THAT Mr. Vineet Agarwal, Managing Director, Mr. Chander Agarwal, Director, Mr. Ashish Tiwari, Group CFO and Ms. Archana Pandey, Company Secretary & Compliance Officer be and are hereby severally authorized to do all such act, deeds and things as may be necessary to give effect to this resolution."

8. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"**RESOLVED THAT** Mr. Chander Agarwal be and is hereby re-designated as Non-Executive Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Vineet Agarwal, Managing Director, Mr. Ashish Tiwari, Group CFO and Ms. Archana Pandey, Company Secretary & Compliance Officer be and are hereby severally authorised to do all such acts, deeds and things as may be required to give effect to the above resolution."

9. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 5 and 14 of Companies Act, 2013 ('The Act'), Schedule I made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act, including any statutory modification(s) or re-enactment thereof for the time being in force & subject to the approval of shareholders, the new set of Articles of Association, be and is hereby approved and adopted in substitution and/or to the entire exclusion of existing Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary,

Certified True Copy

For Transport Corporation of India Ltd.

(ARCHANA PANDEY)

Company Secretary & Compliance Officer



expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT Mr. Vineet Agarwal, Managing Director, Mr. Chander Agarwal, Director, Mr. Ashish Tiwari, Group CFO and Ms. Archana Pandey, Company Secretary & Compliance Officer be and are hereby severally authorised to do all such acts, deeds and things as may be required to give effect to the above resolution."

10. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said Act and relevant rules prescribed thereunder, whereby a document may be served on any member by the company by sending it to him by post or by registered post or by speed post or by courier or by delivering to his office or address, or by such electronic or other mode as may be prescribed, the consent of the company be and is hereby accorded to charge from the member, the fee in advance equivalent to the estimated actual expenses of delivery of the documents, pursuant to any request made by the shareholder for delivery of such document to him, through a particular mode of services mentioned above, provided such request along with requisite fee has been duly received by the company at least one week in advance of the dispatch of document by the company and that no such request shall be entertained by the company post the dispatch of such document by the company to the shareholder.

RESOLVED FURTHER THAT Mr. Vineet Agarwal, Managing Director, Mr. Chander Agarwal, Director, Mr. Ashish Tiwari, Group CFO and Ms. Archana Pandey, Company Secretary & Compliance Officer be and are hereby severally authorised to do all such acts, deeds and things as may be required to give effect to the above resolution."

Place : Gurgaon

Date : 31st August, 2016

By Order of the Board
For Transport Corporation of India Ltd

Archana Pandey
Company Secretary & Compliance Officer

NOTES:

1. **PROXY:** A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting.
2. **Attendance Slip:** Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
3. **Explanatory Statement:** The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business under Item Nos. 5 to 10 of the Notice, is annexed hereto.
4. **Authorized Representatives:** Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified true copy of the Board Resolution authorizing them in this behalf.
5. **Re-appointment of Directors :** Brief profile of the directors retiring by rotation & being eligible and offering themselves for re-appointment and/or the Independent Directors being re-appointed has been provided hereto and forming part of the Annual Report
6. **Closure of Books:** The Share Transfer Books and the Register of Members shall remain closed from Saturday, 29th October, 2016 to Friday, 4th November, 2016 (both days inclusive).
7. **NRI Shareholders:** The Non-Resident Indian shareholders are requested to inform the company immediately about:
 - a. The change in the residential status on return to India for permanent settlement.
 - b. The particulars of NRO bank Account in India, if not furnished earlier.
8. **Details of Shareholders:** Members are requested to intimate under the signature of the sole/first Joint Holder about the Bank Account Number, Type of Account, Saving (SB) or Current (CA), name and address of the bank, in which they intend to deposit the Dividend Warrants, so that the same can be printed on Dividend Warrants in future, to avoid the incidence of fraudulent encashment of the instrument.
9. **ECS facility to Shareholders:** ECS facility is presently available at certain specified locations by RBI. To avoid the risk of loss/interception of dividend warrants in postal transit and/or fraudulent encashment, shareholders are requested to avail of ECS facility – where dividends are directly credited in electronic form to their respective bank accounts. This also ensures faster credit of dividend.
10. **Exchange of old Share Certificates:** The members who have still not exchanged their old share certificates are requested to surrender the same (issued by the then Transport Corporation of India Ltd. - Now known as TCI Industries Ltd., the transferor Company under the Scheme of Arrangement) along with set of four signature cards to M/s. TCI Industries Ltd., Mukesh Mills Compound, N.A. Sawant Marg, Colaba, Mumbai-400005, as several times requested by the said Company and subsequent reminders from our Company as well to obtain their new share certificates of four Companies including this Company.
11. **Submission of PAN:** 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 Demat 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 Company / Karvy.

12.Unclaimed Dividend: The unclaimed dividend for the Financial Year 2009-10 (Interim) will be transferred to the "Investor Education and Protection Fund" on expiry of 7 years from the date the dividend became due for payment pursuant to Section 205A read with 205C of the Companies Act, 1956. It may be noted that after the expiry of the said period of 07 years on 27th February, 2017, no claim shall lie in respect of unclaimed dividend. Members who have not encashed their Dividend Warrants for the said financial year and any of subsequent years are requested to send the same for revalidation to the company's corporate office at Gurgaon (Haryana).

13.Nomination: Pursuant to Section 72(1) of the Companies Act, 2013, individual shareholders holding shares in the Company singly or jointly may nominate an individual to whom all the rights in the Shares in the Company shall vest in the event of death of the sole / all joint shareholders.

14. Information and other instructions relating to e-voting are as under:

(I) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The Company has engaged the services of Karvy Computershare Pvt. Ltd. ("Karvy") for the purpose of providing e-voting facility to all its members.

(II) Instructions and other information relating to remote e-voting are as under :

1. A. In case a member receives an e-mail from Karvy [for members whose e-mail addresses are registered with the Company / Depository Participant(s)]
 - (i) Launch internet browser by typing the URL <https://evoting.karvy.com>
 - (ii) Enter the login credentials (i.e. User ID and Password mentioned overleaf). The E-Voting Event Number + Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit <https://evoting.karvy.com> or contact toll free number 1-800-3454-001 for your existing password.
 - (iii) After entering these details appropriately, Click on "LOGIN".
 - (iv) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - (v) You need to login again with the new credentials.
 - (vi) On successful login, the system will prompt you to select the E-Voting Event Number for Transport Corporation of India Ltd.
 - (vii) On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
 - (viii) Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
 - (ix) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - (x) You may then cast your vote by selecting an appropriate option and click on "Submit".
 - (xi) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - (xii) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: scrutinizer_tci@vkbajajassociates.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."
- B In case a member receives physical copy of the Notice by post [for members whose e-mail addresses are not registered with the Company / Depository Participant(s)]:
 - (i) User ID and initial password – As mentioned overleaf.



(ii) Please follow all steps from Sr. No. (i) to (xii) as mentioned in (A) above, to cast your vote.

2. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
 3. The facility for voting through polling paper shall be made available at the Annual General Meeting (the "meeting") and the members attending the meeting who have not cast their votes by remote e-voting shall be able to exercise their right to vote at the meeting.
 4. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.
 5. The Board of Directors of the Company has appointed Mr. Vasanth Bajaj, Practicing Company Secretary, Hyderabad as scrutinizer to scrutinize the remote e-voting process and voting at the meeting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.
 6. The voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/ beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. Friday, the 28th October, 2016.
 7. 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 i.e. Friday, the 28th October, 2016 only shall be entitled to avail the facility of remote e-voting/ voting at the meeting.
 8. Any person who becomes a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. Friday, the 28th October, 2016, may obtain the USER ID and Password in the manner as mentioned below:
 - a. If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS : MYEPWD <space> E-Voting Event number+ Folio No. or DP ID Client ID to 9212993399
Example for NSDL : MYEPWD <SPACE> In12345612345678
Example for CDSL : MYEPWD <SPACE> 1402345612345678
Example for Physical : MYEPWD <SPACE> XXX1234567890
 - b. If e-mail address or mobile number of the member is registered against Folio No./ DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "forgot password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - c. Member may call Karvy's toll free number 1-800-3454-001
 - d. Member may send an e-mail request to einward.ris@karvy.com
If the member is already registered with Karvy e-voting platform then he can use his existing User ID and password for casting the vote through remote e-voting.
- The e-voting facility will be available during the following period:**
Commencement of e-voting: From 10.00 a.m. (IST) on Tuesday, the 1st November, 2016.
End of e-voting: Upto 5.00 p.m. (IST) on Thursday, the 3rd November, 2016.
The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.
9. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the meeting i.e. Friday, the 4th November, 2016.
 10. In case of any query pertaining to e-voting, please visit Help & FAQ's section available at Karvy's website <https://evoting.karvy.com>.
 11. The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than forty eight hours from the conclusion of the meeting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.tcil.com and on the website of the Karvy <https://evoting.karvy.com>. The results shall simultaneously be communicated to the Stock Exchanges.

EXPLANATORY STATEMENT U/S 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 5

The Company has 1000+ branches in India and may further open/acquire branches in India and/or outside India in future. It may be necessary to appoint branch auditors for carrying out the audit of the accounts of such branches.

In view of the above, it is hereby proposed to authorize the Board of Directors of the Company to appoint branch auditors in consultation with the Company's Auditors and fix their remuneration, as may be required from time to time.

The Board commends the Resolution at Item No. 5 for approval by the Members.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

ITEM NO. 6

Pursuant to Section 149 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and erstwhile Listing

Agreement, Mr. Ashish Bharat Ram was appointed as Independent Director for a term of 02 years in the AGM held in calendar year 2014. His term is expiring at the conclusion of this Annual General Meeting.

Accordingly, it is proposed to appoint him for a further term of 05 year.

Mr. Ashish Bharat Ram is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Company has received notice in writing from a member alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Ashish Bharat Ram for the office of Director of the Company.

The Company has also received declaration from Mr. Ashish Bharat Ram that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16(2) of the SEBI Listing Regulations, 2015.

In the opinion of the Board, Mr. Ashish Bharat Ram fulfill the conditions for appointment as Independent Director as specified in the Act and the Listing Regulations, 2015. Mr. Ashish Bharat Ram is independent of the management.

Brief profile of Mr. Ashish Bharat Ram, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se is annexed to this notice.

Copy of the draft letter setting out the terms and conditions for appointment of Mr. Ashish Bharat Ram as Independent Director is available for inspection by members at the Registered Office of the Company and is also available at the website of the Company.

Mr. Ashish Bharat Ram is interested in the resolution set out at Item No. 6 of the Notice with regard to his appointment. The relatives of Mr. Ashish Bharat Ram may be deemed to be interested in this resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board commends the Special Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

ITEM NO. 7

Mr. Chander Agarwal, has ceased to be Jt. Managing Director and Whole Time Director and will continue to associate with the Company in the capacity of Non-Executive Director, liable to retire by rotation.

Except Mr. D. P. Agarwal, Ms. Urmila Agarwal and Mr. Vineet Agarwal being related to Mr. Chander Agarwal and Mr. Chander Agarwal himself, no other Director or Key Managerial Personnel is interested/ concerned, financially or otherwise in this resolution.

The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the shareholders.

ITEM NO. 8

The Members had, at the Annual General Meeting of the Company held on 28th July, 2011, passed a Special Resolution under Section 309(4) of the Companies Act, 1956, approving the payment of commission to Non-Executive Directors of the Company, of a sum not exceeding 0.50 percent per annum of the net profits of the Company, calculated in accordance with the provisions of the Companies Act, 1956. The approval was valid upto financial year 2015-16.

The current competitive business environment, stringent accounting standards and corporate governance norms require substantial involvement of the Directors in the decision making process. With the onset of the new Companies Act, 2013 and SEBI Listing Regulations, 2015, the responsibility of the Directors has become more onerous and the Directors are required to give more time and attention to the business of the Company. It is therefore proposed to continue the payment of commission to the Non-Executive Directors of the Company. The Board of Directors will determine each year, the specific amount to be paid as commission to the Non-Executive Directors which shall not exceed 0.50 percent of the net profits of the Company for that year, as computed in the manner referred to in Section 198 of the Companies Act, 2013.

In view of the above, the Members approval is being sought pursuant to Sections 197, 198 and other applicable provisions of the Companies Act, 2013, if any, for the payment of commission to the Non-Executive Directors of the Company for a period of five years commencing from financial year 2016-17. The payment of commission would be in addition to the sitting fees payable for attending Meetings of the Board and Committees thereof.

All the Non-Executive Directors of the Company may be deemed interested in the Resolution set out at Item No. 8 of the accompanying Notice, since it relates to their respective remuneration.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board of Directors recommend the Special Resolution set out at Item No. 8 of the Notice for approval by the Members.

ITEM NO. 9

The existing Articles of Associations (AoA) are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Act.

It may further be noted that the Act is now largely in force. With the coming into force of the Act, several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles.



It is hereby proposed to substitute the existing AoA with the entirely new AoA. The substitution of the existing AoA with the new AoA is proposed to align the AoA of the Company with the provisions of the Companies Act, 2013.

In terms of Sections 5 and 14 of the Companies Act, 2013, the consent of the members by way of special resolution is required for adoption of new set of Articles of Association of the Company.

The Board of Directors recommend the Special Resolution set out at Item No. 9 of the Notice for approval by the Members.

A copy of the proposed set of new AoA of the Company would be available for inspection for the members at the Registered Office of the Company during office hours on any working day, except Saturdays, between 10.00 a.m. to 5.00 p.m. and/or is also available at the website of the Company www.tcil.com.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

ITEM NO. 10

As per the provisions of Section 20 of the Companies Act, 2013, a document may be served on any member by sending it to him/her by post or by registered post or by speed post or by courier or by delivering to him/her office or address, or by such electronic or other mode as may be prescribed. Further, a member may request for delivery of any document through a particular mode, for which he/she shall pay such fees in advance as may be determined by the company in its annual general meeting.

Accordingly, the Board of Directors recommend the resolution for your approval by way of special resolution set out at item No. 10.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

By Order of the Board
For Transport Corporation of India Ltd
Archana Pandey
Company Secretary & Compliance Officer

Place: Gurgaon

Date : 31st August, 2016

A Brief Profile of the Directors to be Re-appointed

Particulars	Mr. S N Agarwal	Ms. Urmila Agarwal	Mr. Ashish Bharat Ram
Date of Birth	1 st January, 1944	28 th September, 1952	31 st December, 1968
Qualifications	MBA, Devenport College of Business, US	Graduate	MBA, Cornell University, US
Expertise in specific Functional Area	43 years of rich experience in various industries including logistics	Over two decades of expertise and knowledge about the garment manufacturing sector	Managing Director of SRF Group based out of India and vastly experienced industrialist
Directorship held in other Companies	Prabhu Structures Ltd.	Nil	SRF Ltd.
	Bhoruka Power Corporation Ltd.		SRF Holiday Home Ltd.
	Bhoruka Gases Ltd.		The Delhi Golf Club Ltd.
	Kirloskar Electric Company Ltd.		Shri Educare Ltd.
	Pharmed Ltd.		Lotus Estates Pvt. Ltd.
	Bhoruka Steel And Services Ltd.		Orange Farms Pvt. Ltd.
	Bhoruka Agro Business Pvt. Ltd.		YPO (Delhi chapter)
	Bhoruka Gases Investments India Pvt. Ltd.		YPO WPO South Asia Chapter
	Bhoruka Power Investments India Pvt. Ltd.		
	Prabhu Structures Investment India Pvt. Ltd.		
	Bhoruka Cogen Power Pvt. Ltd.		
Memberships/ Chairmanships of committees of other companies	Kirloskar Electric Company Ltd. I. Chairman, Audit Committee II. Chairman, Remuneration Committee	Nil	SRF Limited I. Stakeholders Relationship Committee Committee of Directors-Financial Resources
Number of shares held in the Company	930*	1,850,591	

* Held through relatives

Note : The above table excludes directorship/committee membership held in the Company.



Transport Corporation of India Limited
CIN: L70109TG1995PLC019116

Regd. Add.: Flat Nos. 306 & 307, I-8-273, 3rd Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad – 500003
Web: www.tcil.com, E-mail Id: secretarial@tcil.com, Tel: +91-124-2381603-07

ATTENDANCE SLIP

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I hereby record my presence at the 21st Annual General Meeting of the Company on Friday the 4th day of November, 2016 at 12:30 p.m. at Emerald II, H-Floor, Hotel Taj Krishna, Road No. 1, Banjara Hills, Hyderabad-500 034

Member's/Proxy's name in Block Letter

Member's/Proxy's/Authorized Representative's Signature

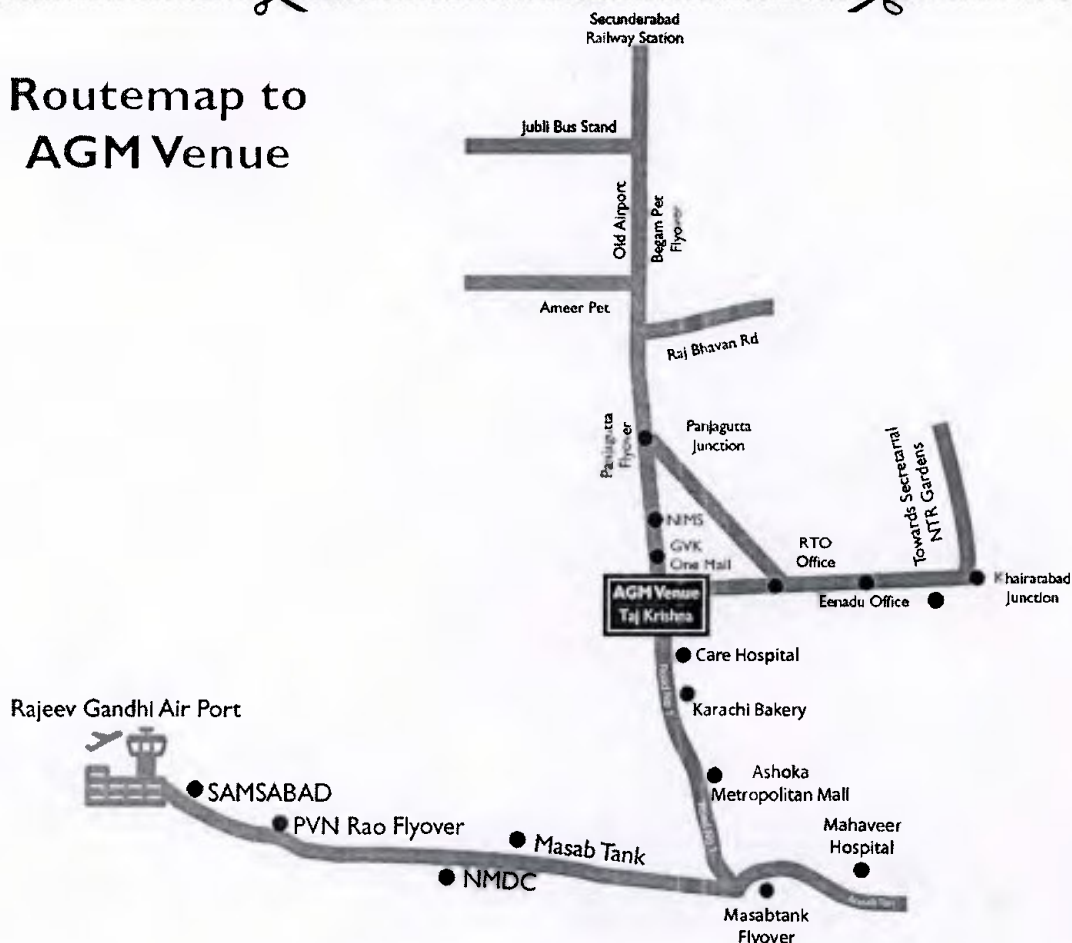
** Applicable for shareholders holding shares in electronic form.*

ELECTRONIC VOTING PARTICULARS		
EVEN (E-Voting Event Number)	User ID	Password

NOTE:

- Please fill in this attendance slip and hand it over at the ENTRANCE of the HALL.
- No gifts will be distributed at the AGM.

Routemap to AGM Venue





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PROXY FORM

Name of the Member(s):	Registered Address:
Folio No./Client ID:	
D P ID	Email ID

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

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

as my/our proxy to attend and vote, in case of a poll, for me/us and on my/our behalf at the 21st Annual General Meeting of the Company, to be held on Friday the 4th day of November, 2016 at 12:30 p.m. at Emerald II, H-Floor, Hotel Taj Krishna, Road No. 1, Banjara Hills, Hyderabad-500 034 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Resolution No.	Description	For	Against
1	Adoption of Financial Statements and Reports of Auditors and Directors thereon for the financial year ended 31 st March, 2016		
2	Re-appointment of Mr. S N Agarwal as Director.		
3	Re-appointment of Ms. Urmila Agarwal as Director.		
4	Re-appointment of M/s R. S. Agarwala & Co., the Statutory Auditors of the Company.		
5	Consider and approve authorization to Board of Directors for appointment of Branch Auditors from time to time		
6	To appoint Mr. Ashish Bharat Ram as Independent Director for a 2 nd term upto the conclusion of 26 th Annual General Meeting to be held in the calendar year 2021.		
7	To approve payment of commission to non-executive directors for a further period of 05 years		
8	To consider and approve change in designation of Mr. Chander Agarwal, Director		
9	To consider and approve amendment in Articles of Associations of the Company		
10	To approve fee to be charged from shareholders for service of documents in a particular mode		

Signed this _____ day of _____ 2016 Signature of Shareholder(s): Signature of Proxy holder(s):

Affix
Revenue
Stamp

Notes:

- Please put a 'X' in the Box in the appropriate column against the respective resolutions. 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.
- A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.
- This form of Proxy, to be effective, should be deposited at the Registered Office of the Company at Flat Nos. 306 & 307, I-8-273, 3rd Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad – 500003 not later than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.

OUT
markets
that at
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listed
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per cent of shares are out on loan to people betting they will fall, one of the highest rates in Europe. When a leak like this occurs, good communication and clear disclosure is needed. Rocket just leaves you groping in the dark.

fall in investments in the e-commerce sector that dropped to \$245 million across 19 deals in the latest September quarter. In the year-ago period, the same stood at \$2.1 billion across 57 deals.

play music on the Echo cost \$199 per month; for access beyond that device, subscriptions cost \$7.99 a month for

devices will be a key source of growth for the music industry, said Steve Boom, Vice-President of Amazon Music.

buys'

veyed 1,278 respondents aged 16 years and above.

Chola
HOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED
Regd. Office: Chola House, No. 2, S.S. Road, Puzos, Chennai 600 021.
CIN: L1550TN1000100010
Website: www.cholafinance.com

NOTICE is hereby given pursuant to Regulation 29 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2007, that a meeting of the Board of Directors of the Company will be held on Thursday, 17 October, 2016 at the registered office of the Company to inter alia consider and approve the half yearly audited financial results / quarterly limited review financial results for the period ended 30 September, 2016.

In order of the Board,
P. Sujatha
Company Secretary
Chennai
12 October, 2016

POLYSPIN EXPORTS LIMITED
Regd. Office: 351, P.A.C.R. Salai, Rajapalayam- 626 117
CIN No. L14909TN1965PLC011683

NOTICE
NOTICE is hereby given pursuant to clause 41 of the Listing Agreement that a Meeting of the Board of Directors of the Company will be held at 10.00 A.M. on Thursday the 27th October, 2016 at the Administrative office of the Company No.1, Railway Feeder Road, Cholapuram South, Rajapalayam, to consider the Unaudited Financial Results for the quarter ended 30th September 2016, and other agenda as set forth in the Notice to the Directors.

for POLYSPIN EXPORTS LTD,
Sd/- (S. RAMANATHAN)
COMPANY SECRETARY
Place: Cholapuram South
Date: 11.10.2016.

STEEL AUTHORITY OF INDIA LIMITED
BOKARO STEEL PLANT
Bokaro Steel City-827001, Jharkhand, India.

SAIL/BSL invites sealed tenders for (a) Hot Rolling Furnace Refractory Set (b) High Silica Sand (c) Support Roller Assembly and (d) Labyrinth Seal. All tendering documents with detail terms & conditions are available on the websites www.sailtenders.co.in & www.tenders.gov.in.
Compendia for due extension of tender no. BSUPUR/OT/PO/355/200006591 and BSL/PUR/CTE/PS9/219 have been uploaded on www.sailtenders.co.in & www.tenders.gov.in.
Contact FAX No. 06542-240185, Tel: 06542-240263

Registered Office: Jspat Bhawan, Lodi Road, New Delhi 110 005
Corporate Identity Number: L27109DL197300006591 Website: www.sail.co.in

There's a little bit of SAIL in everybody's life.

यूको बैंक UCO BANK
(Govt. of India Undertaking)
Head Office: 10, B. T. M. Sarani, Kolkata-700 001

NOTICE
NOTICE is hereby given that pursuant to Regulation 57 of UCO Bank (Shares & Meetings) Regulation 2003, the Extra Ordinary General Meeting (EGM) of the shareholders of UCO Bank will be held on 5th November, 2016 at 11:00 A.M. at Bhasha Bhawan Auditorium, National Library, Belvedere Road, Alipore, Kolkata-700 027 to transact the following business.

Approval for issue of 7,17,00,000 (Seven crore seventeen lac only) equity shares of face value of Rs.10/-each (Rupees Ten only) for cash at an issue price of Rs. 37.74 (Rupees Thirty seven and paise seventy four only) including premium of Rs. 27.74 (Rupees Twenty seven and paise seventy four only) per share determined in accordance with Regulation 76(4) of SEBI ICDR Regulations 2009, aggregating to Rs. 270.59 crore (Rupees Two hundred seventy crore and fifty nine lacs) on preferential basis to Life Insurance Corporation of India.

By order of the Board
Sd/-
R.K. Takkur
Managing Director & CEO
Place: Kolkata
Date: 07.10.2016

TCI
LEADERS IN LOGISTICS
Transport Corporation of India Ltd.
CIN: L71009IN1995HCO19124

Regd. Office: Plot No. 336 & 307, 1 & 271 to 273, Ashoka Bhopal Chambers, S.R. Road, Secunderabad - 500005
Corp. Office: TCI House, 69 Institutional Area, Sector-42, Gurgaon-122 207, Haryana
Tel: +91 124 2381603 • 07 Fax: +91 124 2381611 E-mail: secretarial@tci.com, Web: www.tci.com

NOTICE
NOTICE is hereby given that 21st Annual General Meeting ("AGM") of the Members of Transport Corporation of India Limited ("the Company") is scheduled to be held on Friday, 4th November, 2016 at 12:30 pm at Emerald II, 1st Floor, Huda Taj Krishna, Road No. 1, Banjara Hills, Hyderabad-50 0034 to transact the Ordinary & Special Business as set out in the Notice of AGM.

The Company has, on 1st October, 2016 completed its draft of Annual Report for FY 2015-16 alongwith the Notice for convening the AGM, E-voting instructions and Proxy Forms, through E-Mail to those members who have registered their E-Mail IDs & through permitted physical mode to the remaining members.

Members holding shares either in Physical form or in Demat form, as on cut-off date i.e. 28th October, 2016 may cast their vote electronically on all the business as set out in the AGM Notice through electronic voting services provided by Karvy Computershare Private Limited ("Karvy") from a place other than the venue of the meeting ("remote e-voting").

The Details required pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder are given below:

Sr. No.	Particulars	Day, Date & Time
1	The date for reckoning voting rights of the Members i.e. Cut-off date	Friday, 28 th October, 2016
2	Date of Completion of dispatch of Notice	Monday, 19 th October, 2016
3	Date & Time of Commencement of E-voting	Tuesday, 01 st November, 2016 (10:00 am)
4	E-voting shall be not be allowed beyond given Date & Time / End of E-voting	Thursday, 03 rd November, 2016 (5:00 pm)

Any person, who acquires shares of the Company and become member of the Company after despatch of the notice and holding shares as of the cut-off date i.e. 28th October, 2016, may obtain his login ID and password by sending a request at emailid@karvy.com or secretarial@tci.com

The facility for voting through Polling Paper shall be made available at the AGM venue 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 polling paper. 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 meeting.

Pursuant to applicable statutory provisions, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 29th October, 2016 to Friday, 4th November, 2016 (both days inclusive).

For Transport Corporation of India Limited
Archana Pandey
Place: Gurgaon
Date: 10th October, 2016
Company Secretary & Compliance Officer

Notes:

- Individual notices have been sent to shareholders of the Bank whose names have appeared in the Register of Shareholders of the Bank either by email to the email ids registered with the depository or by post/courier/speed post to the address registered with the Bank.
- Copy of the notice is also available on the website of the Bank viz. www.ucobank.co.in together with Proxy Form, Attendance Slip and Entry Pass. The shareholders may obtain the physical copy by writing to the Company Secretary at nosgr.calcutta@ucobank.co.in
- The Bank has in terms of Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations provided remote e-voting facility to shareholders for the agenda to be transacted in the Extraordinary General Meeting. The details of process of e-voting are available to the shareholders in the Notice dispatched/emailed to them.
- The voting rights of the shareholders/beneficiary owners shall be reckoned on the equity shares held by them as on 29.10.2016 (Cut-off date). However, no shareholder other than the Central Government shall exercise voting rights in excess of 10% percent of the total voting rights of all the shareholders of the Bank.
- The remote e-voting period commences on 2nd November, 2016 (9:00 am.) and ends on 4th November, 2016 (5:00 pm).
- In case of any queries, contact E-voting Team of M/s. Karvy Computershare Pvt. Ltd., at 040 44665000 or at 1800 345 4001 (toll free).
- To enable shareholders who have not voted through the remote e-voting, the Bank will be conducting voting at the venue of the meeting.
- Once voting is done through Remote e-voting by a shareholder, he/she cannot modify or vote at the voting to be conducted at the Extraordinary General Meeting (EGM). However, he/she can attend the meeting and participate in the discussions.
- The consolidated results of remote e-voting together with the voting held at the EGM will be announced by the Bank on its website and on the website of M/s. Karvy Computershare Pvt. Ltd and also informed to the stock exchanges.

Honours Your Trust

The HNSC Business Case
13-10-2016

Certified True Copy
For Transport Corporation of India Ltd
(ARCHANA PANDEY)
Company Secretary & Compliance Officer

