

**14th (ADJOURNED) NOTICE CALLING ANNUAL GENERAL
MEETING 2020-2021**

Notice is hereby given that the 14th (Adjourned) Annual General Meeting of the Members of Professional Couriers Network Limited will be held on Thursday, 24th March, 2022 at 12.00 noon. at HOTEL THE RAMADA PLAZA, 36, Sardar Patel Road, Guindy, Chennai - 600 032 to transact the following business:-

Special Business:

1. To receive, consider and adopt the Audited profit and loss account for the year ended 31st March, 2021 and the balance sheet as at the date together with the report of the Board of Directors and the Auditors thereon.

**By Order of the Board,
For PROFESSIONAL COURIERS NETWORK LIMITED**



**S Ahamed Meeran
Managing Director
DIN : 00094209**

**Place: Chennai
Date: 10th February, 2022**

Regd. Office : "AL-Barakkah Towers", No.10, K.B. Dasan Road,
Alwarpet, Chennai - 600 018. Phone : 044 - 42316425
E-mail : maaco-admin@tpcmaa.in

Corporate Head Off. : 306, 3rd Floor, Jade Arcade, M.G. Road,
Paradise Circle, Secunderabad - 500 003 Telangana State
Phone:040-27890185 / 86 E-mail : cho-gm@tpcglobe.co.in
URL : www.tpcglobe.com
CIN : U74950TN2007PLC062401

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

As informed earlier the accounts were not duly placed for approval and adoption in the previous AGM held on 31.12.2021 due to the reasons outlined in the said Notice.

However, with the continued efforts, the Board is able to get the Accounts duly drafted and finalized and the approved accounts along with Notice and Director's Report are made to this extent and attached with this Notice along with finalized Accounts duly signed on all aspects required under the Companies Act, 2013.

The Explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 189 of the Companies Act, 2013.

By Order of the Board,
For PROFESSIONAL COURIERS NETWORK LIMITED



S Ahamed Meeran
Managing Director
DIN : 00094209

Place: Chennai
Date: 10th February, 2022

Regd. Office : "AL-Barakkah Towers", No.10, K.B. Dasan Road,
Alwarpet, Chennai - 600 018. Phone : 044 - 42316425
E-mail : maaco-admin@tpcmaa.in

Corporate Head Off. : 306, 3rd Floor, Jade Arcade, M.G. Road,
Paradise Circle, Secunderabad - 500 003 Telangana State
Phone:040-27890185 / 86 E-mail : cho-gm@tpcglobe.co.in
URL : www.tpcglobe.com
CIN : U74950TN2007PLC062401

Note:-

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself and a Proxy need not be a Member of the Company.
2. The Instrument(s) appointing the proxy, if any, shall be deposited at the registered office of the company, at AL Barakah towers, 4th floor, No.10, K.B. Dasan road, Alwarpet, Chennai - 600 018 not less than forty eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies shall not have any right to speak at the meeting.
3. As per the General Circulars N.o.20 dated May 5,2020 and in accordance with the rule 18 of the companies (Management and Administration) Rules, 2014 (the rules), the notices, Board's Report , Annual Return, Financial Statement shall be given **only through e-mails registered** with the company .
4. Members / proxies are requested to bring the attendance slip duly filled in.
5. Copies of annual report will not be distributed at the annual general meeting. Members are requested to bring their copies to the meeting.
6. This Annual Report is also placed on the website of the Company namely www.pcnl.in.
7. The shareholder/members who have not registered their Email ID with the company are requested to register your email ID either by a separate communication sent by post to the registered office of the company or you can send your email ID reference to the designated Email ID namely:investor.relations@pcnl.in along with your Name, Folio No and Mobile No.
8. Members are also requested to quote the folio of the register of members in all their correspondence.
9. Shareholders who happen to hold shares in identical orders of names in different folios of the register of members are requested to write to the company to consolidate their holdings.
10. Ballot Form is also provided for the benefit of members who do not have access to e-voting facility.
11. A member can opt for only one mode of voting i.e., either through e-voting or by ballot. If a member casts votes by both modes then voting done through e-voting shall prevail and ballot form shall be treated as invalid.
12. In accordance with provision of section 108 of Companies Act,2013 read with Companies (Management and Administration) Rules 2014 e-voting facility have been provided to the members.
13. The Board of Directors has appointed Mr. N.Balachandran (M.No -5113, C.P No- 3200) Practicing Company Secretary, Chennai as Scrutinizer for conducting the e-voting in a fair and transparent manner.
14. The company has engaged the services of M/s. KFIN Technologies Pvt. Ltd, to provide e-voting facilities enabling the members to cast their vote in a secured manner.
15. The E-voting Period would commence on 21st March, 2022 (9.00AM) and ends on 23rd March, 2022 (5.00PM). The e-voting module shall be disabled by Scrutinizer for voting thereafter. Once the vote on a resolution is cast by the shareholders, the shareholder cannot change it subsequently.
16. Shareholders of the company holding shares, as on the cutoff date i.e., 17th March , 2022 may cast their vote electronically.
17. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the Meeting.
18. The results of the e-voting will be placed on or before Saturday, 26th March 2022 at the Company's website at www.pcnl.in.
19. Person who is not a Member as on the cut-off date should treat this Annual Report for information purposes only.
20. Provided that once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again
21. The E-voting facility will be blocked after 23rd March 2022 (5.00P.M).

Regd. Office - "AL-Barakkah Towers", No.10, K.B. Dasan Road,
Alwarpet, Chennai - 600 018. Phone : 044 - 42316425
E-mail : maaco-admin@tpcmaa.in

Corporate Head Off. : 306, 3rd Floor, Jade Arcade, M.G. Road,
Paradise Circle, Secunderabad - 500 003 Telangana State
Phone:040-27890185 / 86 E-mail : cho-gm@tpcglobe.co.in
URL : www.tpcglobe.com
CIN : U74950TN2007PLC062401

PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY USING THE BALLOT FORM AT THE ANNUAL GENERAL MEETING.

1. The members, who have not cast their vote electronically, can exercise their voting rights at the AGM. The company will make necessary arrangements in this regard at the AGM venue.
2. The form should be signed by the member as per the specimen signature registered with the company/ depository. In case of joint holding, by the next name of joint holder. A power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the company or enclosing an attested copy of the POA. Exercise of vote by ballot is not permitted through proxy.
3. In case the shares are held by the companies, trusts, societies, etc. the duly completed ballot form should be accompanied by a certified true copy of relevant Board Resolution/ Authorization.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the ballot.
5. The Voting rights of shareholders shall be in proportion of shares held by them in the paid up equity share capital of the company as on 17th March, 2022.
6. A Member may request for a duplicate Ballot Form, if so required.
7. Unsigned, incomplete, improperly or incorrectly tick marked ballot forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the scrutinizer to identify either the member or as to whether the votes are in favour or against or if the signature cannot be verified.
8. The decision of the scrutinizer on the validity of the ballot form and any other related matter shall be final.
9. The results declared along with scrutinizer's report shall be placed on company's website www.pcnl.in

PROCEDURE AND INSTRUCTIONS FOR E-VOTING.

In compliance with provisions of Sections 108 and other applicable provisions of the Act read with Rules framed thereunder and SS-2, the Company is pleased to provide e-voting facility to all its members, to enable them to cast their vote electronically instead of dispatching the physical Ballot form by post.

The procedure and instructions for e-voting are as follows:

- i) Open your web browser during the voting period and navigate to 'https://evoting.kfintech.com'
- ii) Enter the login credentials (i.e., user-id & password) mentioned on the **E -Voting Ballot Form. Your folio/DP Client ID will be your User-ID.**

User - ID	For Members holding shares in Physical Form:- <ul style="list-style-type: none"> • Event no. followed by Folio Number registered with the company
Password	Your Unique password will be forwarded to your registered email through separate mail
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- iii) Please contact KFIN toll free No. **1800 309 4001** for any further clarifications.
- iv) After entering these details appropriately, click on "LOGIN".

Regd. Office : "AL-Barakkah Towers", No.10, K.B. Dasan Road, Alwarpet, Chennai - 600 018. Phone : 044 - 42316425
E-mail : maaco-admin@tpcmaa.in

Corporate Head Off. : 306, 3rd Floor, Jade Arcade, M.G. Road, Paradise Circle, Secunderabad - 500 003 Telangana State
Phone: 040-27890185 / 86 E-mail : cho-gm@tpcglobe.co.in
URL : www.tpcglobe.com
CIN : U74950TN2007PLC062401

- v) Members holding shares in Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. System will prompt you to change your password and update any contact details like mobile #, email ID etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi) You need to login again with the new credentials.
- vii) On successful login, system will prompt to select the 'Event' i.e., 'Company Name'.
- viii) On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' 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. If the shareholder do not wants to cast, select 'ABSTAIN'
- ix) After selecting the resolution if you have decided to vote, 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.
- x) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- xi) Corporate/Institutional Members (corporate /Fls/Flls/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to baluooeetha@gmail.com with copy to evoting@kfintech.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."

ROUTE MAP



Regd. Office : "AL-Barakkah Towers", No.10, K.B. Dasan Road, Alwarpet, Chennai - 600 018. Phone : 044 - 42316425
E-mail : maaco-admin@tpcmaa.in

Corporate Head Off. : 306, 3rd Floor, Jade Arcade, M.G. Road, Paradise Circle, Secunderabad - 500 003 Telangana State
Phone:040-27890185 / 86 E-mail : cho-gm@tpcglobe.co.in
URL : www.tpcglobe.com
CIN : U74950TN2007PLC062401