

THE CENTRAL PROVINCE RAILWAYS CO.LIMITED

NOTICE

OF

EXTRA-ORDINARY GENERAL MEETING

ON 14th DECEMBER 2016

THE CENTRAL PROVINCE RAILWAYS COMPANY LIMITED

Regd. Office: No.35/B,BuildNo.01,Ganjawala Shopping Center,S.V.P.Road,Borivali(w),Mumbai-400092.
Website: - www.thecentralprovincerailways.com,
Telno.[022-28935838](tel:022-28935838) Email id: cprclimited@gmail.com CIN NO.[L45202MH1910PLC000319](http://www.mca.gov.in/cin/L45202MH1910PLC000319)

NOTICE

NOTICE is hereby given that the Extra Ordinary General Meeting of the members of the Company will be held on Wednesday, 14th December, 2016 at 11.00 AM at the Mangalya Bhavan, Link Road, Off Yogi Nagar, Borivali(West),Mumbai-400092,to transact the following business:

AS SPECIAL BUSINESS:

1. Issue 19,00,000 Equity Shares of face value Rs. 10/- per equity share on Preferential Allotment basis:

"**RESOLVED THAT** in accordance with the provisions of Section 42, Section 62 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder (including any statutory modification or re-enactment thereof for the time being in force), and the enabling provisions in the Memorandum and Articles of Association of the Company, the Listing Agreement to be entered into by the Company with the stock exchange(s) and in accordance with any other applicable law or regulations, in India and subject to the Regulations / Guidelines, if any, prescribed by Securities and Exchange Board of India including SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations") and SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 as amended from time to time, and by all other concerned and relevant authorities from time to time, to the extent applicable and subject to such approvals, consents, permissions and sanctions of the Government of India, Securities and Exchange Board of India and all other appropriate authorities and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions as deemed fit, the consent, authority, the approval of the Members of the Company be and is hereby accorded to offer, issue and allot on a preferential basis up to 19,00,000 (Nineteen Lacs) equity shares of Rs.10/- each at par in accordance with the Chapter VII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time, to Promoters of the Company and to Non-Promoters (as stated in the table below) on such terms and conditions as may be deemed appropriate by the Board (hereinafter called the "Board" which term shall be deemed to include the Committee of the Board of Directors) in its absolute discretion and wherever necessary, in consultation with Advisor(s) and / or such other person(s), but without requiring any further approval or consent from the shareholders and also subject to the applicable laws, rules, regulations and guidelines prevailing in this regard:

Sr No	Name of the proposed Allottees	Nature of persons who are ultimate beneficial owner	No of equity shares to be allotted	Category: Promoter / Non-Promoter	Allottee is : QIB/MF/FI/ Trust/Banks
1	MAMTA PUROHIT	Individual	100000	Non Promoter	Preferential
2	MANJULA PUROHIT	Individual	100000	Non Promoter	Preferential
3	NEHA PUROHIT	Individual	100000	Non Promoter	Preferential
4	AMARCHAND RANDE	Individual	50000	Non Promoter	Preferential
5	DURGADEVI AMARCHAND RANDE	Individual	50000	Non Promoter	Preferential
6	DINESHKUMAR RATANLAL RANDE	Individual	50000	Non Promoter	Preferential
7	NAMITA DINESHKUMAR RANDE	Individual	50000	Non Promoter	Preferential
8	AMITKUMAR RANDE	Individual	50000	Non Promoter	Preferential
9	KOMAL AMITKUMAR RANDE	Individual	50000	Non Promoter	Preferential
10	KUNAL NARAYAN TOSHNIWAL	Individual	100000	Non Promoter	Preferential
11	NEHA NARAYAN TOSHNIWAL	Individual	100000	Non Promoter	Preferential
12	HARISH RAMSWAROOP TOSHNIWAL	Individual	100000	Non Promoter	Preferential

THE CENTRAL PROVINCE RAILWAYS CO.LIMITED

13	SURESH MAHESHWARI	Individual	100000	Non Promoter	Preferential
14	MEGHA SHARMA LADDHA	Individual	100000	Non Promoter	Preferential
15	JYOTI NATVERLAL DAGA	Individual	100000	Non Promoter	Preferential
16	MINAKSHI UMESH DAGA	Individual	100000	Non Promoter	Preferential
17	GOPAL MANGTULAL CHANDAK	Individual	100000	Non Promoter	Preferential
18	SHIV NARAYAN DAGA	Individual	100000	Non Promoter	Preferential
19	SHARDA DAGA	Individual	100000	Non Promoter	Preferential
20	SHIKHA MUNDRA	Individual	100000	Non Promoter	Preferential
21	SHARAD MADANLAL BHUTRA	Individual	100000	Non Promoter	Preferential
22	TEJKUMAR BALKRISHNA RUIA	Individual	100000	Promoter	Preferential
	Total		19,00,000		

RESOLVED FURTHER THAT in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations, the "Relevant Date" for the purpose of issue of equity shares on preferential basis would be **11th November, 2016**, being the date 30 days prior to the date of passing of this resolution.

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted in terms of this Resolution shall rank pari-passu with the existing Equity Shares of the Company in all respects, including dividend and shall be subject to the Memorandum of Association and Articles of Association of the Bank and shall be subject to lock-in as provided under the provisions of chapter VII of the SEBI (ICDR) Regulations.

RESOLVED FURTHER THAT the Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of receipt of shareholders' approval or in the event the allotment of Equity Shares require any approval(s) or permission(s) from any regulatory authority or the Central Government, within 15 days from the date of such approval(s) or permission(s), as the case may be.

RESOLVED FURTHER THAT the funds so raised shall fulfill the additional fund requirements for repayment of existing debts, to meet various working capital requirements and for other approved corporate purposes.

RESOLVED FURTHER THAT the Board and / or Managing Director and Chief Executive Officer and / or Company Secretary and / or Chief Financial Officer be and is hereby authorized to enter into and execute all such agreements and arrangements with any Depository(ies), Custodian(s) and all such agencies as may be involved or concerned in such offerings of Securities and to remunerate all such agencies by way of fees, reimbursement of expenses or the like, and also to seek the listing of the Equity Shares in one or more Stock Exchange(s), in India, as the case may be and to settle any questions, difficulties, doubts that may arise in regard to the Preferential Allotment, issue and allotment of Equity Shares and utilization of issue proceeds as it may in its absolute discretion deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to allot such number of equity shares as may be required to be issued and allotted in accordance with the terms of the offer.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to delegate any or all the powers conferred upon it by this resolution, to any Committee thereof or to any individual authorized by the Board in such manner as they may deem fit in their absolute discretion.

RESOLVED FURTHER THAT the Board of Directors of the Company and the Company Secretary be and are hereby authorized to do all such acts, deeds, things and matter and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.

**By Order of the Board of Directors
For The Central Province Railways Co. Ltd**

**Sd/-
Mr. HareshBhojwani
(Director)
(Din: 02895523)**

**Place : Mumbai
Date : 11th November, 2016**

**Registered Office:
UnitNo.B-35,GanjawalaShoppingCenter,
S.V.P.Road,BorivaliWest,Mumbai-400092.
CIN: L45202MH1910PLC000319
E-mail: cprclimited@gmail.com
Website: www.thecentralprovincerailways.com**

NOTES:

1. A member entitled to attend and vote on a poll is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. a person can act as proxy on behalf of members upto and not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company. further, a member holding more than ten percent (10%) of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member. The instrument appointing proxy must be deposited at the registered office of the company not less than 48 hours before the time of holding the meeting. Proxies in order to be effective must be received by the company not less than 48 hours before the meeting.
2. Pursuant to the provisions of section 91 of the Companies Act, 2013, the register of members and share transfer books of the company will remain closed from 08th December 2016 to 14th December 2016 both days inclusive.
3. Members are requested to address all communication regarding transfer of shares, change of address etc. directly to the Share Transfer Agent of the Company, **Bigshare Services Private Limited, E-3, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Mumbai-400072**, and in case their shares are held in the dematerialized form, this information should be passed on to their respective Depository Participants without any delay.
4. Members desirous of availing nomination facility may send their nomination in the prescribed form. Nomination forms can be obtained from the Registrars/ Company.
5. Members desirous of obtaining any information concerning the account and operations of the Company are requested to address their queries to the Chairman, so as to reach the Registered Office of the Company at least seven days before the date of the Meeting, to enable the Company to make available the required information at the Meeting, to the extent possible.
6. On dematerialisation of shares, the nomination registered by the Company automatically stands cancelled. In the case of shares held in electronic (dematerialised) form, the Members are given an option of nomination at the time of opening a demat account. If no nomination is made at the time of opening the demat account, they should approach their respective Depository Participant.
7. Members/Proxies are requested to bring the Attendance Slip sent with this Notice duly filled-in for Attending the meeting.
8. In terms of circular no.MRD/DoP/Cir-05/2010 dated 20th May, 2009 issued by Securities and Exchange Board of India (SEBI) it is now mandatory for the transferee of the physical shares to furnish copy of PAN card to the Company or its RTA for registration of transfer of shares. Shareholder is requested to furnish copy of PAN card at the time of transferring their physical shares.

E voting:

1. According to section 108 of Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014 e-voting is mandatory for all listed Companies or Companies having Shareholders not less than one thousand.
2. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the Extra-ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (I) Limited (CDSL):
3. A member may exercise his vote at any general meeting by electronic means and company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014.
4. During the e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on a fixed date, may cast their vote electronically.
5. The e-Voting shall remain open from 11thDecember2016, 9.A.M till 13thDecember 2016, 5 P.M.
6. *E-Voting shall be completed one days prior to the date of Extra-ordinary General Meeting which is scheduled to be held on 14th December, 2016.
7. The Board of Directors at their meeting have appointed Mr. Harsh Vijay Gor, Partner of H V Gor& Co, Practicing Company Secretaries as the scrutinizer for e-Voting to unblock the votes in favour or against, if

any, and to report forthwith to the Chairman. The scrutinizer will be responsible to conduct e-Voting in a fair and transparent manner.

8. Vote once casted by the member cannot be changed/ altered.

Process of E voting:

1. The voting period begins on 11thDecember2016, 9 A.M and ends on 13thDecember 2016.5 P.M 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 07th December 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. The shareholders should log on to the e-voting website www.evotingindia.com
4. Click on "Shareholders" tab.
5. 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.
6. Next enter the Image Verification as displayed and Click on Login.
7. 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.
8. 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"> • 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 last 8 digits of the demat account/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 number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details# OR Date of Birth DOB#	<p>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.</p> <ul style="list-style-type: none"> • 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).

9. After entering these details appropriately, click on "SUBMIT" tab.
10. 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
11. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
12. Click on the EVSN for the relevant The Central Province Railways Company Limited on which you choose to vote.
13. 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.

14. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
15. 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.
16. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
17. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
18. 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.
19. 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. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile
20. 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 Corporate.
 - 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 emailed 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.
21. 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com

By Order of the Board of Directors
For The Central Province Railways Co. Ltd
Sd/-
Mr. HareshBhojwani
(Director)
(Din: 02895523)

Place : Mumbai
Date : 11th November, 2016

Registered Office:
UnitNo.B-35,GanjawalaShoppingCenter,
S.V.P.Road,BorivaliWest,Mumbai-400092.
CIN: L45202MH1910PLC000319
E-mail: cprlimited@gmail.com
Website: www.thecentralprovincerailways.com

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.01

Issue of Equity Shares on Preferential Basis

As per Sections 42 and 62 of the Companies Act, 2013, approval of shareholders in the Extra Ordinary General Meeting is required for allotment of equity shares on preferential basis and hence the resolution is placed before the shareholders.

The Directors recommended the resolution for your approval.

The required disclosure as per 73(1) of SEBI ICDR Regulations regarding Proposed issue is as under:-

1) Objects of this issue:- The object of the issue is to meet and fulfill the additional fund requirements for repayment of existing debt liabilities of the Company, to meet various working capital requirements and for other approved corporate purposes.

2) Proposal of Promoters /Directors /Key management persons to subscribe to the offer :

One of the promoters of the Promoter Group of the Company i.e. Mr. Tajekumar Balkrishna Ruia intends to subscribe 1,00,000(One Lakh) equity shares of the Company in the proposed preferential issue. Apart from the above, none of the other promoters, directors, key management personnel intend to subscribe to any equity share in the proposed preferential issue of the Company.

3) Shareholding pattern before and after the issue:-

The shareholding pattern before and after completion of the proposed preferential issue would be as under:-

Sl. No.	Category	Pre - Issue		Post - Issue	
		No. of Shares	% of Capital	No. of Shares	% of Capital
A	Promoter Group				
	Individuals / HUF	48	0.08	100048	5.11
	Bodies Corporate	2007	3.56	2007	0.10
	Any Other	1401	2.48	1401	0.07
	Sub - Total	3456	6.12	103456	5.29
B	Public Shareholding				
	Non - Institutions:	0	0	0	0
	- Other Bodies Corporate	2114	3.75	2114	0.11
	- Individuals/Other	50595	89.71	1850595	94.59
	- Clearing Members	235	0.42	235	0.01
	- HUF	0	0	0	0
	Sub - Total	52944	93.88	1852944	94.71
Grand Total		56400	100	1956400	100.0

Notes:-

- 1) The above shareholding pattern has been prepared on the basis of shareholding as on 30th September 2016 as provided by the Registrar and Share Transfer Agent.
- 2) The post- issue shareholding pattern has been arrived on the assumption that 19,00,000 equity shares will be subscribed fully by the proposed allottees.
- 3) **Proposed Time within which the allotment shall be completed.**

The allotment of shares issued on Preferential basis shall be completed within 15 days from the date of shareholders approval provided where the allotment on preferential basis is pending on account of pendency of any approval by any regulatory authority or Central Government as per SEBI Guidelines, the allotment shall be completed within 15 days from the date of such approval.

4) The Identity of the proposed allottee and the percentage of post preferential issue capital that may be held by him:

The proposed allottees were interested to invest in our company and they approached us in the past when the company decided to raise funds by way of issue of equity shares on preferential basis. Subsequently the company approached the allottees to find out their intention to subscribe to preferential issue and the proposed allottees have given their consent to subscribe to the same. The percentage of the post-preferential issue capital held by the proposed allottees is follows:-

Sr. No.	Name of the proposed allottee	Nature of the Person who are ultimate beneficial owner	No. of shares		% of Shares held		Category (Promoter / Non Promoter)
			Pre-Issue	Post-Issue	Pre-Issue	Post-Issue	
1	MAMTA PUROHIT	Individual	N.A	100000	N.A	5.11	Non-Promoter
2	MANJULA PUROHIT	Individual	N.A	100000	N.A	5.11	Non-Promoter
3	NEHA PUROHIT	Individual	N.A	100000	N.A	5.11	Non-Promoter
4	AMARCHAND RANDE	Individual	N.A	50000	N.A	2.56	Non-Promoter
5	DURGADEVI AMARCHAND RANDE	Individual	N.A	50000	N.A	2.56	Non-Promoter
6	DINESHKUMAR RATANLAL RANDE	Individual	N.A	50000	N.A	2.56	Non-Promoter
7	NAMITA DINESHKUMAR RANDE	Individual	N.A	50000	N.A	2.56	Non-Promoter
8	AMITKUMAR RANDE	Individual	N.A	50000	N.A	2.56	Non-Promoter
9	KOMAL AMITKUMAR RANDE	Individual	N.A	50000	N.A	2.56	Non-Promoter
10	KUNAL NARAYAN TOSHNIWAL	Individual	N.A	100000	N.A	5.11	Non-Promoter
11	NEHA NARAYAN TOSHNIWAL	Individual	N.A	100000	N.A	5.11	Non-Promoter
12	HARISH RAMSWAROOP TOSHNIWAL	Individual	N.A	100000	N.A	5.11	Non-Promoter
13	SURESH MAHESHWARI	Individual	N.A	100000	N.A	5.11	Non-Promoter
14	MEGHA SHARMA LADDHA	Individual	N.A	100000	N.A	5.11	Non-Promoter
15	JYOTI NATVERLAL DAGA	Individual	N.A	100000	N.A	5.11	Non-Promoter
16	MINAKSHI UMESH DAGA	Individual	N.A	100000	N.A	5.11	Non-Promoter
17	GOPAL MANGTULAL CHANDAK	Individual	N.A	100000	N.A	5.11	Non-Promoter
18	SHIV NARAYAN DAGA	Individual	N.A	100000	N.A	5.11	Non-Promoter
19	SHARDA DAGA	Individual	N.A	100000	N.A	5.11	Non-Promoter
20	SHIKHA MUNDRA	Individual	N.A	100000	N.A	5.11	Non-Promoter
21	SHARAD MADANLAL BHUTRA	Individual	N.A	100000	N.A	5.11	Non-Promoter
22	TEJKUMAR BALKRISHNA RUIA	Individual	7	100007	0.01	5.11	Promoter

The Proposed allottees have not sold any shares during the 6 months period prior to the relevant date.

5) Lock- In

The equity shares to be allotted on preferential basis shall be subject to lock in as per the applicable SEBI ICDR Regulations, 2009.

6) Change in the control or composition of the Board.

There will neither be any further change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to preferential allotment.

7) Price of the issue:-

The shares are proposed to be allotted on preferential basis at par (i.e. at a price of Rs.10/- per share), as determined under SEBI ICDR Regulations, 2009.

8) The Certificate issued by M/s.S.B.JAJOO AND CO., Chartered Accountants, statutory Auditors of the

Company as to the Pricing of the issue and that this preferential issue of securities is being made in accordance with the Regulations on Preferential Allotment issued by SEBI is being placed before the shareholders at the Meeting and also available for inspection at the Registered Office of the company during the business hours on any working days.

9) In terms of SEBI (ICDR) Regulations, 2009, company hereby undertakes that :

- It shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so.
- If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees.

The Consent of the shareholders is being sought pursuant to the provision of sections 42 and 62 and other applicable provision of the Companies Act, 2013, if any, and in terms of provisions of the Listing Agreements executed by the company with the Stock Exchange in India which the company's shares are listed.

None of the Directors of the company are deemed to be interested in this resolution.

The Board recommends the special resolutions set out in the notice for approval by the members.

**By Order of the Board of Directors
For The Central Province Railways Co. Ltd**

Sd/-

Mr. HareshBhojwani

(Director)

(Din: 02895523)

Place : Mumbai

Date : 11th November, 2016

Registered Office:

**UnitNo.B-35,GanjawalaShoppingCenter,
S.V.P.Road,BorivaliWest,Mumbai-400092.**

CIN: L45202MH1910PLC000319

E-mail: cprclimited@gmail.com

Website: www.thecentralprovincerailways.com

THE CENTRAL PROVINCE RAILWAYS COMPANY LIMITED

(REGISTERED OFFICE: Unit No. B-35, Ganjawala Shopping Center, S. V.P Road,
Borivali West, Mumbai- 400092),
CIN NO:- L45202MH1910PLC000319

ATTENDANCE SLIP

(To be presented at the entrance)

EXTRA ORDINARY GENERAL MEETING ON WEDNESDAY, 14TH DECEMBER, 2016

AT Mangalya Bhavan, Link Road, Off Yogi Nagar, Borivali(West), Mumbai-400092.

Folio No. _____ DP ID No. _____ Client A/c No. _____

Name of the Shareholder(s) _____

Signature of Shareholder(s) _____

(only shareholders/proxies are allowed to attend the meeting)

THE CENTRAL PROVINCE RAILWAYS COMPANY LIMITED

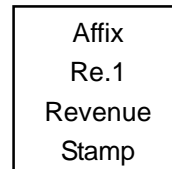
(REGISTERED OFFICE: Unit No. B-35, Ganjawala Shopping Center, S. V.P Road,
Borivali West, Mumbai- 400092),
CIN NO:- L45202MH1910PLC000319

PROXY FORM

Form MGT-11

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

I/We _____ of _____ being a member(s)
of **THE CENTRAL PROVINCERAILWAYS COMPANY LIMITED**, hereby appoint _____ of
_____ in the district of _____ failing whom _____ of _____ in the
district of _____ as my/ our proxy to attend and vote for me /us and on my/our behalf at the
Extra- Ordinary General Meeting of **THE CENTRAL PROVINCERAILWAYS COMPANY LIMITED** to be held
on _____ day, _____ date _____ and/or at any adjournment thereof Folio No. _____
DP ID No. _____ Client A/c No. _____



No. of shares held _____

Signed this _____ day of _____ 2016

Signature across Revenue Stamp

Note: This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting

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THE CENTRAL PROVINCE RAILWAYS COMPANY LIMITED

(REGISTERED OFFICE: Unit No. B-35, Ganjawala Shopping Center, S. V.P Road,
Borivali West, Mumbai- 400092),
CIN NO:- L45202MH1910PLC000319

BALLOT FORM

(To be returned to Scrutinizer appointed by the Company)

Name and Registered Address of the sole / First named Member	:	
Name (s) of the Joint Holder (s) (if any)	:	
Registered Folio No./ DP ID No. and Client ID No.	:	
Number of share(s) held	:	
EVSN (e-voting EVSN Number)	:	
User ID & Password	:	If you are registered with CDSL on e-voting system, please use your existing used ID and password. If you are a first time user follow the steps given in Note No. 11(vii) to the Postal Ballot Notice.

- I / We hereby exercise my / our vote(s) in respect of the Resolution set out in the Postal Ballot Notice and hereby sending my / our assent or dissent to the said Resolution by placing the tick (") mark at the appropriate box below:

Item No.	Resolution	Type of Resolution	No. of Shares	For	Against
1.	Issue of Equity shares on preferential basis in the Company	Special			

Place:

Date:

(Signature of Member)

Note: Please read the instructions carefully before exercising your vote

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BOOK POST

If undelivered please return to:

Registered Office:
THE CENTRAL PROVINCERAILWAYS COMPANY LIMITED
UnitNo.B-35,GanjawalaShoppingCenter,
S.V.P.Road,BorivaliWest,Mumbai-400092.
CIN: L45202MH1910PLC000319
E-mail: cprclimited@gmail.com
Website: www.thecentralprovincerailways.com