

Dated: 06/07/2018

To,
Listing Department,
National Stock Exchange of India
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai -400051

Ref: Symbol- TOUCHWOOD
ISIN- INE486Y01013

Sub:-Intimation of 21st Annual General Meeting and Book Closure

Dear Sir/ Ma'am,

This is to inform you that pursuant to Section 96 of the Companies Act, 2013 and Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements), Regulation 2015, the 21st Annual General Meeting of the Company will be held on Saturday, 4th day of August, 2018 at 5 P.M. at VEDA Farm 52, Bijwasan Road, Kapas Hera Extension, New Delhi-110037.

A copy of notice of the Annual General Meeting along with its annexures is enclosed.

The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 28th July, 2018 to Saturday, 4th August, 2018(Both days Inclusive) for the purpose of Annual General Meeting.

The Company has fixed Friday, 27th July, 2018 as the cutoff date/entitlement date for identifying the shareholders for determining the eligibility to vote in the meeting.

Kindly take the same on your records.

For & on Behalf of
Touchwood Entertainment Limited



Sonia Madnani
Company Secretary & Compliance Officer

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865

Reg. Office : Plot No. - 645, Opp E.P.T. Block, Sarojini Nagar, New Delhi - 110023
Contact: +91-9810108253 ; Website: www.touchwood.in E-mail: delhi@touchwood.in

NOTICE OF 21st ANNUAL GENERAL MEETING

Notice is hereby given that 21st Annual General Meeting of the Members of Touchwood Entertainment Limited will be held on Saturday, the 4th August, 2018 at 5 P.M. at VEDA Farm 52, Bijwasan Road, Kapas Hera Extension, New Delhi-110037 to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of annual audited Financial Statements and Reports thereon

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of Director in place of those Retiring by Rotation

To appoint Chairman & Managing Director, Mr. Manjit Singh (holding DIN: 00996149), who retires by rotation and being eligible offers herself for re-appointment.

3. Appointment of Statutory Auditors

To appoint M/s VSD & Associates, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration and in connection therewith to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139 (1) & (2) and other applicable provisions, if any, of the Companies Act, 2013, M/s VSD & Associates, Chartered Accountants, (FRN No.:008726N) be and are hereby appointed as the Statutory Auditors of the company, to hold the office from the conclusion of this Annual general Meeting till the conclusion of the Annual General Meeting will be held in year 2022, at such remuneration as may be fixed by the Board of Directors, from time to time and reimbursement of out-of-pocket expenses incurred by them to carry out the audit.

4. Any other matter with the permission of the chair.

By Order of the Board of Directors
For **Touchwood Entertainment Limited**

Delhi, July 4, 2018

Sd/-
(Sonia Madnani)
Company Secretary

Registered Office:

Plot No. 645 Near E.P.T Block,
Sarojini Nagar, New Delhi
South West Delhi, 110023-DL

Notes:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT PROXY OR PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. A member holding more than 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 a proxy for any other shareholder.

The instrument of Proxy in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable.

1. Electronic copy of the Annual Report for 2018 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.
2. Members may also note that the Notice of the 21st Annual General Meeting and the Annual Report for 2018 will also be available on the Company's website www.touchwood.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: cs@touchwood.in.
3. Corporate members intending to send their authorized representative(s) to attend the meeting pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send to the Company, a Certified True Copy of the relevant Board resolution together with specimen signatures of the authorized representative(s) to attend and vote on their behalf at the meeting.
4. All documents referred to in this meeting, notice and the accompanying statements are open for inspection at the Registered Office of the company on all working days (except Saturdays and holidays) between 10.30 A.M. to 12.30 P.M. up to the date of Annual General Meeting.
5. The Register of Members and Share Transfer Books of the company will remain closed from **28th Day of July 2018 to 4th Day of August 2018 (both days inclusive)**.
6. Pursuant to the requirement of the SEBI (Listing Regulations and Disclosure Requirements), the Company declares that its equity shares are listed on the Stock Exchange at NSE-SME Platform.
7. Members are enable to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, the Company will provide a Ballot Form in Annual General Meeting. Instructions for Ballot Form are given at the back of the said form. Resolution(s) passed by Members through Ballot Forms is deemed to have been passed as if they have been passed at the AGM.

8. Any member requiring further information on the Annual Report at the meeting is requested to send the queries in writing to the Company Secretary by 25th July, 2018 at cs@touchwood.in.
9. The facility for voting, either through ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by ballot form shall be able to exercise their right at the meeting.
10. The Company has fixed Friday, 27th July, 2018, as the cutoff date/entitlement date for identifying the Shareholders for determining the eligibility to vote in the Meeting.
11. Only registered members carrying the attendance slips and the holders of valid proxies registered with the Company will be permitted to attend the meeting.
12. The Members who have cast their vote by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
13. **Mr. Advitiya Vyas, Company Secretary in Practice (COP No.:16257)** has been appointed as a Scrutinizer for conducting the voting by Ballot at the Meeting.
14. With reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 is exempted from e-voting provisions. Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on SME platform of NSE Limited. Therefore Company is not providing e-voting facility to its shareholders.

By Order of the Board of Directors
For **Touchwood Entertainment Limited**

Delhi, July 4, 2018

Registered Office:

Plot No. 645 Near E.P.T Block,
Sarojini Nagar, New Delhi
South West Delhi, 110023-DL

Sd/-
(Sonia Madnani)
Company Secretary

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

(Pursuant to the provisions of Regulation 36(3) of SEBI (LODR), 2015 and Secretarial Standards on General Meetings ("SS-2") issued by Institute of Company Secretaries of India)

Name of Director	Manjit Singh DIN:00996149
Date of Birth	02.09.1971
Date of appointment	He is a promoter and Director of the Company and has been appointed as Chairman & Managing Director of the company w.e.f. 10.08.2017
Expertise in Specific Functional areas	Having experience over 23 Years in political strategy, social agency, ace photography, campaigning and a Brand making. He is the thinker with a holistically new vision, driving the socio-political campaigns at local and regional levels through the experiential marketing techniques, and use of advanced digital methodologies.
Qualification	M.B.A.
No. of Equity Share held in the Company as on 31st March, 2018	1342920
Disclosure of relationships between directors inter-se	He is husband of Mrs. Jaswinder Kaur, Director of the Company.
Terms & Condition of Appointment/Change in Designation along with remuneration sought to be paid	Members have appointed Mr. Manjit Singh as Chairman & Managing Director of the Company in its Extra-Ordinary General Meeting held on 12th August, 2017 for a period of 5 years till 9th August, 2022. In terms of Section 152 of the Companies Act, 2013, he shall be eligible to retire by rotation. The remuneration of Mr. Manjit Singh is subject to the limit of 5% of annual net profits of the Company and subject to the overall limit of 10% of the annual net profit of the Company on the remuneration of the Chairman and Managing Director and other Executive Director of the Company taken together. However in the event of absence or inadequacy of Profit, the Chairman & Managing Director shall be entitle to the remuneration mentioned above within overall maximum remuneration

	Companies Act, 2013- (Mr. Manjit Singh, Chairman & Managing Director of the Company receiving the remuneration as per Table A of Section II of Schedule V).
Remuneration Last Drawn by such person, if any	Rs.18,00,000/- p.a.
No. of Meeting of the Board attended during the year	13 Meetings attended
List of outside Directorship held in Public Company	Nil
Chairman/Member of the Committee of the Board of Directors of other Companies	Nil

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865

R/o: Plot No. 645 Near E.P.T Block, Sarojini Nagar New Delhi South West Delhi DL 110023

Form No. MGT-11

Proxy form

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

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No /Client ID	
DP ID	

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

Name :	E-mail Id:
Address:	
Signature, or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the company, to be held on Saturday, the 4th August, 2018 at 5 PM. at 21st Annual General Meeting of the Company at VEDA Farm 52, Bijwasan Road, Kapas Hera Extension, New Delhi, Delhi-110037 at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars	Vote	
Ordinary Business		For	Against
1.	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.		
2.	To re-appoint a Chairman & Managing Director, Mr. Manjit Singh (holding DIN: 00996149), who retires by rotation and being eligible offers herself for re-appointment.		
3.	To Appoint M/s VSD& Associates, Chartered Accountants as Statutory Auditors and fix their remuneration		

Signed this ____ day of ____ 2018

Signature of Shareholder_____

Signature of Proxy holder(s)_____

Affix Revenue
Stamp of Rs. 1/-

Signature of the shareholder across Revenue Stamp.

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
2. The proxy need not be a member of the company.
3. All alteration made in proxy form must be initialed.

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865

R/o: Plot No. 645 Near E.P.T Block, Sarojini Nagar New Delhi South West Delhi DL 110023

ATTENDANCE SLIP

21st Annual General Meeting on 4th August, 2018

Name of the Member attending meeting	
Reg. Folio/DP & Client No.	
No. of Shares Held	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 21st Annual General Meeting of the Company at VEDA Farm 52, Bijwasan Road, Kapas Hera Extension, New Delhi, Delhi-110037 at 5 PM on Saturday, the 4th August, 2018.

Members' Name _____ Proxy's Name _____

Members' /Proxy Signatures _____

Note:

- 1) Please fill this attendance slip and hand it over at the entrance of the premises.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.

ANNEXURE TO THE NOTICE

ROUTE MAP FOR VENUE OF 21st ANNUAL GENERAL MEETING

Prominent Landmark - Golakhdham Ashram
AT "VEDA Farm 52, Bijwasan Road, Kapas Hera Extension, New Delhi, Delhi-110037 "

