



INDO CANADIAN CONSULTANCY SERVICES LIMITED
 CIN : U74899DL1995PLC064168
 Registered office: Bhilwara Bhawan, 40-41
 Community Centre, New Friends Colony, New Delhi-110025
 Corporate office: Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.),
 Phone: 0120-4390300 (EPBAX), Fax: 0120-2536268
 E-mail: opajmera@lnjbhilwara.com, Website: www.iccspower.com

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the members of the company be held on Thursday, 29th February, 2024 at 02:00 P.M. at the Registered office of the Company situated at Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025 to consider inter-alia the following businesses:

SPECIAL BUSINESS

1. APPROVAL FOR THE ALTERATION IN ARTICLES OF ASSOCIATION OF THE COMPANY

To consider and if thought fit to pass with or without modifications, the following resolution as special resolution;

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company be and is hereby altered by substitution of existing Article 120 with the following:

Article No. 120 – Deleted

RESOLVED FURTHER THAT the numbering of the Articles following the Article 120 will not be altered in any way as the Article 120 will be read as Deleted.

“RESOLVED FURTHER THAT the Board of the Company be and is hereby severally authorized to do all such acts, deeds and things as he may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution including filing of necessary forms with the Registrar of Companies.”

Date: 06.02.2024

Place: Noida

By Order of the Board
 For Indo Canadian Consultancy Services Limited

Registered Office:

Bhilwara- Bhawan, 40-41
 Community Centre
 New Friends Colony
 New Delhi-110025
 CIN: U74899DL1995PLC064168



(Signature)
 Om Prakash Ajmera
 Director
 DIN: 00322834



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A person holding more than ten percent of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members desirous of any information/clarification with regard to accounts and operation are requested to write to the Company in advance and their queries should reach the Registered Office of the Company at least seven days prior to the date of meeting, so that desired information may be made available at EGM, if the Chairman permits to do so.
4. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send to the company, a duly certified Board Resolution authorizing the said representative(s) to attend and vote on their behalf at the meeting.
5. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
6. The relevant documents referred to in the Notice are open for inspection to the members at the registered office of the Company on all working days (except Sundays and Public holidays) during the normal business hours of the Company up to the date of the meeting. The aforesaid documents will also be available for inspection by members at the meeting.
7. The Notice of the Extra Ordinary General Meeting of the Company shall be available on the website of the company the link of which is www.iccspower.com.
8. Attendance slip, Proxy Form and the Route-map are annexed hereto. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting.





EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.1

Pursuant to Companies Act, 2013 use of Common seal has now become optional for companies. Further Company being an engineering consultants has to execute various Power of Attorneys, agreements, documents etc. towards its business matters for tender required in various Government and non- Government contracts for engineering consultancy services.

In view of the same and to facilitate administrative convenience for execution of such documents on behalf of the Company, it is proposed to alter the existing Articles of Association ("AOA") of the Company by substitution of existing Article 120 related to Common Seal and upon approval the same shall be read as under:

Article No. 120 – Deleted

Pursuant to Section 14 of the Companies Act, 2013, the alteration of Articles of Association can be effected only with the approval of Shareholders by passing a special resolution. Thus the Board recommends the resolution set forth in Item no. 1 for the approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item no.1 except as members.



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ATTENDANCE SLIP

Folio / Client ID No. _____ No. of Shares held _____

Full Name of Shareholder _____

Full Name of Proxy / Representative _____

I hereby record my presence at the Extra Ordinary General Meeting of the members of the company be held on Thursday, 29th February 2024 at 02:00 P.M. at the Registered office of the Company situated at Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025 or at any adjournment thereof.

Signature of shareholder / proxy / representative _____

Note: Please fill in this attendance slip and hand it over at the venue.

* Strike out whichever is not applicable.



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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) of shares of the 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 :..... , or failing him



as my / our proxy to attend and vote (on a poll) for me / us and on my/our behalf at the Extra-Ordinary General Meeting of the members of the company to be held on Thursday, 29th February 2024 at 02:00 P.M. at the Registered office of the Company situated at Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025 or at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution Number	Resolution	For	Against
Special Business			
1.	APPROVAL FOR THE ALTERATION IN ARTICLES OF ASSOCIATION OF THE COMPANY		

Signed this _____ day of _____ 2024

Signature of shareholder _____

Signature of Proxy holder _____

Affix
Revenue
Stamp

Notes:

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at the Registered Office of the Company, not less than forty-eight hours before the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A person holding more than ten percent of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Appointing the Proxy does not prevent a member from attending the meeting in person if he/she wishes.
4. ** It is optional to indicate your preference. If you leave the for, against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
5. For the Resolutions, Explanatory statement and Notes, please refer to the Notice of the Extra Ordinary General Meeting.



**ROUTE MAP FROM NEW DELHI RAILWAY STATION TO BHILWARA BHAWAN,
40-41 COMMUNITY CENTRE, NEW FRIENDS COLONY, NEW DELHI-110025**



