



ARSS INFRASTRUCTURE PROJECTS LIMITED

Registered Office- Plot No-38, Sector-A, Zone-D, Mancheswar Industrial Estate,
Bhubaneswar-751010, Odisha, India, CIN: L14103OR2000PLC006230
Tel No.: +91-0674-2588552, 2588554, Fax: +91-0674-2585074,
E-mail: cs@arssgroup.in, Website: www.arssgroup.in

Notice of 15th Annual General Meeting

Notice is hereby given that 15th Annual General Meeting of ARSS Infrastructure Projects Limited will be held on Tuesday, 29th September, 2015 at Registered Office- Plot No-38, Sector-A, Zone-D Mancheswar Industrial Estate, Bhubaneswar-751010, Orissa, at 11.00 am.

The Notice setting out the business to be transacted at the meeting together with the Audited Financial Statements of the Company for the year ended on 31st March, 2015 and the report of Board of Directors and Auditors thereon has been sent to all the members electronically to their email IDs registered with the Company/ Depository Participant on 3rd September, 2015 and dispatched physically in permitted mode to all other members individually at the registered address with the Company on 3rd September, 2015.

Voting through Electronic Mode

Pursuant to the provisions of Section 108 of the Companies Act, 2013, the Rules framed there under, and the Listing Agreement, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by National Securities Depository Limited (NSDL), on all the items of business to be transacted at the aforesaid 15th AGM of the company. Members holding shares at the close of business hours on 22nd September, 2015 may cast their vote electronically from the place other than the venue of the meeting (Remote E-voting) on the Ordinary and Special Businesses as set out in the Notice of 15th AGM through electronic voting system of the National Securities Depository Limited (NSDL). All the members are informed that:

- A) The business as set forth in the Notice of AGM may be transacted through voting by electronic means.
- B) Remote E voting period begins on 25th September, 2015 at 9.00 am and ends on 28th September, 2015 at 5.00 pm.
- C) The cut-off date for determining the eligibility to vote by electronic means or at the AGM is 22nd September, 2015.
- D) E voting shall not be allowed beyond 5.00pm on 28th September, 2015.
- E) Any person who acquires shares of the company and becomes a member of the company after dispatch of the notice of the AGM and holding shares as on cut-off date i. e. 22nd September, 2015 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if a person is already registered with NSDL for E-voting then existing user ID and Password can be used for casting vote.
- F) Member may also note that -
 - (i) The Remote E-voting module shall be disabled by NSDL after 5.00 pm on 28th September, 2015 and once the vote on a resolution is cast by the member the member shall not be allowed to change it subsequently.
 - (ii) The facility for voting through ballot paper shall be made available at the venue of the AGM to enable the members who have not cast their vote by Remote E-voting to exercise their right the meeting.
 - (iii) The members who have cast their vote by Remote E-voting prior to the AGM may also attend AGM but shall not be eligible to cast their votes again.
 - (iv) A person whose name is recorded in the register of members or in the register of beneficial owner maintained by the depository as on the cut-off date shall be entitled to avail facility of Remote E-voting or voting at the AGM through ballot paper.
- G) Notice of AGM is available on the website of NSDL <https://www.evoting.nsdl.com> and on the Company's website www.arssgroup.in from Thursday, 3rd September, 2015.
- H) For the purpose and manner of E-voting, members may go through the instructions in the notice of AGM and if you have any queries / grievances, you may contact NSDL by emailing their queries / grievances at NSDL helpdesk at 1800-222-990 (Toll Free) or e-mail at evoting@nsdl.co.in.

The company has appointed M/s ADP & ASSOCIATES, Firm of Practicing Company Secretaries to act as Scrutinizer for conducting for scrutiny of the votes cast at 15th AGM.

Book Closure

Notice is also hereby given pursuant to Section 91 of the Companies Act, 2013 read with the Rules made there under and clause 16 of the Listing Agreement that the Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 15th September, 2015 to 18th September, 2015 (both days inclusive) for the purpose of the 15th Annual General Meeting of the members of the Company.

Dispatch of Postal Ballot notice

Notice is hereby given, that pursuant to the Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, that the Company is seeking the consent of its members for the resolutions mentioned in the Notice of Postal Ballot which has been sent to the Members on 3rd September, 2015. Please note that any Postal Ballot Form(s)/ votes received (i.e., physically or electronically) after Saturday, 3rd October, 2015 (6.00 P.M.) will be treated as invalid/not been voted. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date, Friday, 28th August, 2015.

Place: Bhubaneswar
Date: 04.09.2015

By Order of the Board
For ARSS Infrastructure Projects Ltd.
(Alka Khemka)
Company Secretary



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