INTERNATIONAL CONSTRUCTIONS LIMITED

Registered Office: Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017
(Tele-fax: +91-080-49411701; E-mail: info@addgroup.co.in; Website: www.inltd.co.in) (CIN: L45309KA1983PLC038816)

NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING
NOTICE

Notice is hereby given that AN Extra-Ordinary General Meeting of the Members of the M/s International Constructions Limited will be held on Wednesday, 30th January, 2019 at 11:00 AM at its Registered Office at Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017 (Landmark: Adjacent to HDFC Bank) to transact the following business:

ORDINARY BUSINESS:

1. To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution:

   RESOLVED THAT pursuant to section 186 read with the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013, the investment in shares of, loans and corporate guarantee given to the Group and other Companies totaling Rs. 32 Crs as on 30.11.18, exceeding 60% of its paid-up share capital and free reserves or 100% of its free reserves, whichever is more be ratified and that the Board of Directors of the Company be and is hereby further authorized either by itself or by delegation to Director(s) of the Company to do all such acts, deeds, matters and things as may be considered desirable in order to give effect to the foregoing resolution.

   RESOLVED FURTEHR THAT pursuant to section 186 read with the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013, the Board of Directors of the company be and is hereby authorized to (i) make loans to anybody corporates (ii) give guarantee or provide security, in connection with a loan made by any person to or to any person by, any Body corporate and (iii) acquire by way of subscription, purchase or otherwise the securities of anybody corporate, exceeding 60% of its paid-up share capital and free reserves or 100% of its free reserves, whichever is more subject to a maximum limit of Rs.100 Crores (Rupees One Hundred Crores) towards such loans / security & guarantee / investments as the case may be, and that the Board of Directors of the Company be and is hereby further authorized either by itself or by delegation to Director(s) of the Company to do all such acts, deeds, matters and things as may be considered desirable in order to give effect to the foregoing resolution.

2. To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution:

   RESOLVED THAT pursuant to section 180(1)(c) along with rules and other applicable provisions, of the Companies Act 2013,(including any statutory modifications or re-enactment thereof, for the time being in force) if any, of the Companies Act, 2013 and subject to the consent/ approvals as may be required from the Central Government and other appropriate authorities, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which expression shall be deemed to include a committee of Directors duly authorized in this behalf), to borrow from time to time any sum(s) of money as they may deem requisite for the purpose of the business of the Company notwithstanding that the money to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Companies, Bankers in the ordinary course of the business) exceeds the aggregate of the paid-up capital of the Company and its free reserves, however, the total amount so borrowed shall not exceed Rs. 50 Crores (Rupees Fifty Crores Only).

For and on Behalf of Board

Sd/xx

S. Nakkiran
EGM & Company Secretary

Registered Office:
Golden Enclave, Corporate Block, Tower B1,
5th Floor, HAL Old Airport Road, Bengaluru – 560 017
(Tele-fax: +91-080-49411701; E-mail: info@addgroup.co.in; Website: www.inltd.co.in) (CIN: L45309KA1983PLC038816)
Bangalore, December 29, 2018

Notes:

1. A Member entitled to attend and vote at the Extra-Ordinary General Meeting (the "Meeting" or "EGM") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. 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 Member holding more than ten percent 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 person or Member.

2. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form and such requests may be made to the Company's Registrar and Share Tansfer Agents at under the ISIN INE845C01016 with the depositories NSDL & CDSL.

   M/s. Niche Technologies Private Limited

   Unit: M/s International Constructions Limited
   D 511, Bagree Market,
   71, B.R.B.Basu Road, Kolkata-700001
   Phone: 033 – 22357270 / 7271 / 3070; Fax: 033 – 2215 6823
   E-mail:nichetechpl@nichetechpl.com

3. Corporate Members desiring to send their authorised representative to attend the Meeting are requested to send to the Company, a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

5. Members / proxies are requested to bring their Attendance Slip duly filled in.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

7. Members, seeking any information with regard to the accounts of the Company, are requested to write to the Company, at an early date, so as to enable the Management to keep the information ready at the Meeting.

8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS) mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (i.e. Agency/Bank, with whom they are maintaining their demat accounts), directly. Members, who hold shares in physical form, are requested to notify such changes to the Company's Registrars and Share Transfer Agents (i.e. M/s. Niche Technologies Private Limited, Kolkata).

9. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of future dividend, if any. The Company or its Registrars and Transfer Agents, cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the Members

10. Further, as per the RBI instruction/circular, for making payments (i.e. dividend, etc.) to the investors, Companies have to use, NEFT / RTGS / ECS facilities. In cases where either the bank details such as MICR, IFSC, etc. for electronic transfer are not available or the electronic payment instructions have failed or have been rejected by the bank, companies may use physical payment instruments but companies shall mandatorily print the bank account details of the investors on such payment instruments. Members, who hold shares in physical form, are requested to notify immediately the details of their bank account, to the Company/Registrars and Share Transfer Agents of the Company.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Registrar and Share Transfer Agent.

12. The Company has designated a separate e-mail ID of the grievance redressal division / compliance officer named "nakkiran@addgroup.co.in" exclusively for the purpose of registering complaints by investors.

13. Relevant documents referred to in the accompanying Notice and Explanatory Statement are open for inspection by the Members at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days upto the date of the EGM.

14. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Shareholders at the EGM.

15. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Shareholders at the EGM.

16. To support the 'Green Initiative' announced by the Government of India and pursuant to Regulation 36(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a soft copy of Notice of the Meeting is being sent by electronic mode to those Members, whose e-mail addresses are registered with the Company / Depositories. Members, who have not registered their e-mail address, so far, are requested to register their e-mail addresses with their concerned Depository Participants or the Company at "nakkiran@addgroup.co.in" or Registrar, M/s. Niche Technologies Pvt. Ltd. at nichetechpl@nichetechpl.com for receiving all communication from the Company, electronically.

18. Voting through electronic means (e-voting):

(i) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Extra-Ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e- voting") will be provided by Central Depository Services (India) Limited ("CDSL").

(ii) The facility for voting through ballot paper is also made available. The members may record their assent (for) or dissent (against) in the ballot paper annexed to this notice and return the same duly completed in original so as to reach the scrutinizer on or before the close of the working hours on Tuesday 29.1.2019 The Ballot forms received thereafter shall be deemed invalid. Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.

(iii) The procedure and instructions for casting your vote electronically are as under:

i. The remote e-voting period commences on Sunday, January 27, 2019 (10:00 a.m.) and ends on Tuesday, January 29, 2019 (5:00 p.m.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, January 23, 2019 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

ii. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.

iii. Click on "Shareholders" tab.

iv. Now Enter your User ID
   (a) For CDSL: 16 digits beneficiary ID
   (b) For NSDL: 8 Character DP ID followed by 8 Digit Client ID
   (c) Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.

v. Next enter the Image Verification as displayed and Click on Login.

vi. 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.

vii. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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 8 digits of the sequence number in the PAN field. • In case the sequence 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 sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (IV).

viii. After entering these details appropriately, click on "SUBMIT" tab.

ix. 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.

x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xi. Click on the EVSN for the relevant Company Name i.e. **INTERNATIONAL CONSTRUCTIONS LIMITED** on which you choose to vote.

xii. 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.

xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xiv. 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.

xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

xvii. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xviii. Note for Institutional Shareholders & Custodians :

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://www.evotingindia.com and register themselves as Corporates.
- 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 they have to create a compliance user which 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 should be mailed 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.

xix. 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.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533.

xx. 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(iv) Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory/(ies) who are authorized to vote through e-mail at "nakkiran@addgroup.co.in " on or before January 29, 2019, upto 5:00 pm without which the vote shall not be treated as valid.

(v) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Wednesday, 23.01.2019. A person who is not a member as on cut-off date should treat this notice for information purpose only.

(vi) The Notice of Extra-Ordinary General Meeting will be sent to the Members, whose names appear in the Register of Members / Beneficial Owners position list provided by Depositories at closing hours of business, on Friday, 21.12.2018

(vii) The shareholders shall have one vote per equity share held by them as on the cut-off date of Wednesday, 23.01.2019. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holder

(viii) Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, 23.01.2019 and not casting their vote electronically, may only cast their vote at the Extra-Ordinary General Meeting. Since e-voting facility (including Ballot Forms) is provided to them.

(ix) Notice of the EGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

(x) Investors, who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. Wednesday, 23.01.2019., are requested to send the written / email communication to the Company at " nakkiran@addgroup.co.in" by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

(xi) Mr. Seetharama Jayaraman, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process and voting at the venue of the EGM in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast through ballot at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses, not in the employment of the Company and make, not later than 48 hours from the conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

(xii) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website at 'www.inltd.co.in ' and on the website of CDSL. The same will be communicated to the listed stock exchanges viz. National Stock Exchange of India Limited (NSE) and The Calcutta Stock Exchange Ltd.

(xiii) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. WEDNESDAY, 30TH JANUARY, 2019.

(xiv) In case you have any grievance connected with the e-voting, please contact Mr. S Nakkiran, Company Secretary, International Constructions Limited, Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017, E-mail: 'nakkiran@addgroup.co.in', Phone Number: 080- 49411700.

By Order of the Board of Directors For **International Constructions Limited**

SD/-xx
S Nakkiran
EGM & Company Secretary

Registered Office:
Golden Enclave, Corporate Block, Tower B1,
5th Floor, HAL Old Airport Road,
Bengaluru – 560 017
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Website: www.inltd.co.in)
(CIN: L45309KA1983PLC038816)
Bangalore, December 29, 2018

EXPLANATORY STATEMENT AND REASONS FOR THE PROPOSED RESOLUTIONS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item 1.

FIXATION OF LIMITS FOR MAKING LOANS & INVESTMENTS AND GIVING SECURITY AND GUARANTEE UNDER SECTION 186 OF THE COMPANIES ACT.

The Company has invested in shares of / given loans and also extended corporate guarantee to its Group and other Companies totaling Rs. 32 Crs as on 30.11.18. Generally a company can do so with Board power upto a limit which may not exceed the limit of 60 % of Paid-up Capital and free reserves or 100% of Free Reserve of the Company, whichever is more and with the approval of General Body when it exceeds the said limit. The said provisions were not applicable to our company as it was an NBFC registered with RBI.

But the RBI has cancelled the said CoR for NBFC registration on 17/07/2018 and subsequently the above said provisions of the Companies Act are applicable to our company and accordingly it is proposed to get the approval of the General Body to ratify the investments, loans & advances and corporate guarantee extended by the Company to group and other companies which exceeded the limit of 60 % of Paid-up Capital and free reserves or 100% of Free Reserve of the Company, whichever is more and also to fix a maximum limit of Rs. 100 Crs for the Board of Directors for the said purposes by passing a Special Resolution.

None of the Directors of the Company is interested in the above resolution

Item 2

FIXATION OF LIMITS FOR BORROWING UNDER SECTION 180(1)(c) OF THE COMPANIES ACT.

The Board got approval from shareholders at its Extra Ordinary General Meeting held on 10th September 2014 to borrow Money from a limit of Rs. 25 Crs to a limit of Rs. 50 Crs. (Fifty Crore) by passing a special resolution under section 180(1)(c) of Companies Act 2013. It is proposed to get the approval of shareholders for the said Limit of Rs. 50 Crs on current date as it was earlier approved in 2014.

The Board recommends the General Body for passing it as a Special Resolution.

None of the Directors of the Company is interested in the above resolution

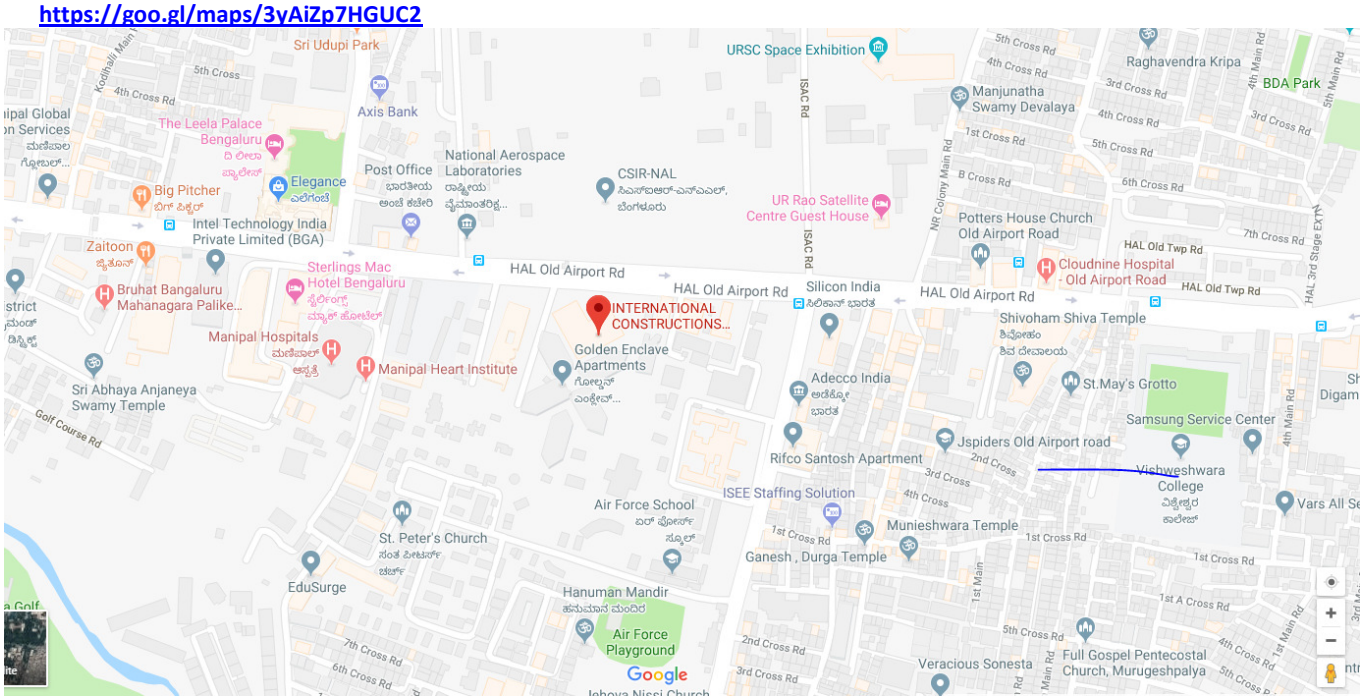
By Order of the Board of Directors For **International Constructions Limited**

Sd/-xxx
S Nakkiran
EGM & Company Secretary

Registered Office:
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(CIN: L45309KA1983PLC038816)
Bangalore, December 29, 2018

Route Map of the Venue of the Extra-Ordinary General Meeting

https://goo.gl/maps/3yAiZp7HGUC2



NTERNATIONAL CONSTRUCTIONS LIMITED

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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 – *DPID:	

(*Applicable for investors holding shares in electronic form)

I/We, being the member(s) of _____shares of International Constructions Limited, 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:_____;

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 Company, to be held on WEDNESDAY, 30TH JANUARY, 2019 at 11:00 AM at Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017., and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	**Resolution**	**Optional****	
		For	**Against**
Special Business			
1	Fixation of limits for making loans & investments and giving security and guarantee Under Section 186 of the Companies Act		
2	Fixation of limits for borrowing under Section 186 of the Companies Act.		

Signed this..... day of.....2019

Affix Revenue Stamp of One Rupee

Signature of Shareholder: _____ Signature of Proxy holder(s): _____

Notes:

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. A Proxy need not be a member of the Company.**
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the 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 person or shareholder.
3. **This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

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ATTENDANCE SLIP

Registered Folio No. / * DP ID and Client ID	
Name of Member	
Address of Member	
Name of Proxy, if any	
No. of Shares held	

* Applicable for investors holding shares in electronic/dematerialised form.

I certify that I am a registered member / proxy for the registered member of the Company. I hereby record my presence at the Extra-Ordinary General Meeting of the Company on WEDNESDAY, 30TH JANUARY, 2019 at 11:00 AM at Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017.

Notes:

1. Equity Shareholders are requested to bring the Attendance Slip with them when they come to the meeting and hand it over at the gate after signing it.
2. Incomplete attendance slips shall not be accepted.
3. The Equity Shareholders / proxies are advised to bring original photo identity proof for verification.
4. Joint shareholders may obtain additional Slip at the venue of the meeting.

_____
Signature of Member / Proxy

……✂……✂……

FORM FOR REGISTRATION/UPDATION OF EMAIL ADDRESS

To

The Company *(for members holding shares in physical mode)* /
The Depository Participants *(for members holding shares in Demat mode)*

Dear Sir,

Sub: Registration/Updation of email address (International Constructions Limited)

Please register/update my email address for the purpose of sending Annual Report and other notices/documents in electronic mode:

Name of the Shareholder(s)	
Email Id	
Folio No. / DP Id	
Client Id	
Mobile No	

Date:
Place: Signature of the Shareholder(s)**

Notes:

**Please ensure that the form is signed by the registered shareholder himself, along with joint shareholders, if any.

Form No. MGT- 12
Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: INTERNATIONAL CONSTRUCTIONS LIMITED
Registered Office: Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017
CIN: L45309KA1983PLC038816

BALLOT PAPER

S No	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1.	Fixation of limits for making loans & investments and giving security and guarantee Under Section 186 of the Companies Act			
2.	Fixation of limits for borrowing under Section 186 of the Companies Act.			

Place:
Date: **(Signature of the shareholder*)**

(*as per Company records)

INSTRUCTIONS:

This Polling Paper is provided for the benefit of Members who do not have access to e-voting facility. A Member can opt for only one mode of voting i.e. either through e-voting or by Polling Paper at the EGM Venue. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Polling Paper shall be treated as invalid.

For detailed instructions on e-voting, please refer to the notes appended to the Notice of the EGM.

The Scrutinizer will collate the votes downloaded from the e-voting system, votes received through Polling Paper at the EGM venue, to declare the final result for each of the Resolutions forming part of the Notice of the EGM. This Polling Form is provided for the benefit of members who do not have access to E-Voting Facility.

The vote should be cast either in favour or against by putting tick (“) mark in the column provided for assent or dissent.

This form should be completed and signed by the Member/Proxy Holder as per the specimen signatures registered with the Company/ Depository. In case of joint holding, this form should be completed and signed by the first named member.

Unsigned, incomplete, improperly or incorrectly tick marked Polling Paper will be rejected. A Polling Paper 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

The decision of Scrutinizer on the validity of the Polling Paper and any other related matter shall be final.

The Scrutinizer will collate the votes downloaded from the remote e-voting system and votes cast through Polling Paper to declare the final result for each of the Resolutions enumerated above.

The Results shall be declared on the company’s website www. www.inltd.co.in and on the website of Central Depository Securities limited within Two (2) days of passing of resolutions at the EGM of the company on 4th September 2017 and communicated to NSE Limited, where the shares of the company are listed.