



INTERNATIONAL COMBUSTION (INDIA) LIMITED

Regd. Office : Infinity Benchmark, 11th Floor, Plot No. G-1,

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Website : www.internationalcombustion.in

NOTICE

Notice is hereby given that the Eighty-First Annual General Meeting (AGM) of the shareholders of the Company shall be held at Kala Kunj, 48, Shakespeare Sarani, Kolkata - 700 017 on **Wednesday, 20th September, 2017** at 2.00 P.M. to transact the businesses mentioned in the Notice convening the said AGM, which has been sent on 21st August, 2017, by e-mail to those shareholders whose e-mail addresses are registered with the Company/ depositories and by Speed Post/ Registered Post to the other shareholders.

With regard to the Remote Electronic Voting Facility & Poll in connection with the said AGM, we wish to notify the shareholders as under :-

- a) In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is providing Remote E-voting Facility to its shareholders so as to enable them to cast their votes electronically on the businesses mentioned in the said Notice.
- b) The shareholders holding shares as on **13th September, 2017**, being the cut-off date, may participate in the Remote E-voting exercise. The notice convening the AGM has been sent as above to those shareholders holding shares as on 11th August, 2017. Notice convening the said AGM shall also be sent by e-mail to those persons becoming shareholders after 11th August, 2017 and holding shares as on 13th September, 2017 and whose e-mail ids are registered with the Company/ depositories. Such shareholders may also obtain the Login ID and Password for the Remote E-voting by sending a request to **evoting@nsdl.co.in** or to **rta@cbmsl.com** mentioning his/ her Folio No./ DP ID & Client ID.
- c) Details of the manner of casting votes is mentioned in the Notice of AGM which is also displayed on the website of the Company at **www.internationalcombustion.in** and which shall also be displayed on the website of the Remote E-voting agency, National Securities Depository Limited, at **<https://www.evoting.nsdl.com>**.
- d) Remote E-voting shall commence at **9.00 A.M. on 17th September, 2017** & shall be available only till **5.00 P.M. on 19th September, 2017** and shall not be available thereafter.
- e) In case of any query/clarification/ grievances related to Remote E-voting, shareholders may contact the NSDL E-voting team at 1800-222-990 (e-mail : evoting@nsdl.co.in) or M/s. C.B. Management Services (P) Ltd., the Registrars & Share Transfer Agents of the Company, at 033-4011 6700 (e-mail : rta@cbmsl.com) or Mr. S. C. Saha, Company Secretary, being the Compliance

Officer of the Company, at the Registered Office address of the Company or at Phone No. 033-3315 3013 (e-mail : sc.saha@internationalcombustion.in).

- f) Mr. Arup Kumar Roy, Company Secretary in Practice, has been appointed as the Scrutinizer to scrutinize the Remote E-voting process and also the Poll, if any, which may be taken at the AGM.
- g) Kindly note that once you have cast your vote through Remote E-voting, you cannot modify your vote or vote on a poll at the AGM. However, you may attend the AGM and participate in the discussions.
- h) Shareholders holding shares as on 13th September, 2017 and who do not cast their votes through the Remote E-voting Facility but attend the AGM either in person or through proxy, may cast their votes on a poll taken at the AGM.
- i) It is hereby being reiterated that persons whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on 13th September, 2017, being the cut-off date, shall only be entitled to participate in the Remote E-voting exercise or on a poll taken at the AGM.
- j) The consolidated results of the Remote E-voting & the Poll, if any, which may be taken at the AGM, shall be announced by the Company within 48 hours of the conclusion of the AGM & displayed on the websites of the Company and of the Remote E-Voting Agency and also informed to Stock Exchanges.

Notice is further given pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 that the Register of Members and Share Transfer Books of the Company shall remain closed from **14th September, 2017 to 20th September, 2017** (both days inclusive) for the purpose of convening the said AGM.

By Order of the Board
S. C. Saha
Company Secretary

Place : Kolkata
Date : 22nd August, 2017