



**INTERNATIONAL COMBUSTION (INDIA) LIMITED**

**CIN : L36912WB1936PLC008588**

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Kolkata - 700 091**

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**Website : [www.internationalcombustion.in](http://www.internationalcombustion.in)**

**NOTICE**

Notice is hereby given that the Eighty-Fourth Annual General Meeting (AGM) of the shareholders of the Company shall be held on **Tuesday, 29<sup>th</sup> September, 2020** at 2.00 P.M. through Video-Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), as stated in our earlier Public Notice dated 17<sup>th</sup> August, 2020, to transact the businesses mentioned in the Notice convening the said AGM, which has been sent on Friday, 4<sup>th</sup> September, 2020, only by e-mail to those shareholders whose e-mail addresses are registered with the Company/ depositories and which shall also be available on the Company's website at <http://www.internationalcombustion.in>, on the website of the National Securities Depository Limited (NSDL), the agency for conducting E-voting & AGM through VC/OAVM, at <https://www.evoting.nsdl.com> and also on the website of the Bombay Stock Exchange Limited at <http://www.bseindia.com> in due compliance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA), Government of India and the Securities & Exchange Board of India.

With regard to the Remote Electronic-Voting Facility & the Electronic-Voting at the AGM 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, relevant circulars issued by the MCA and Regulation 44 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is providing Remote E-voting Facility and E-Voting at the AGM (Insta Poll) 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 **Tuesday, 22<sup>nd</sup> September, 2020**, being the cut-off date, may participate in the Remote E-voting or Insta Poll, as they may chose. The Notice convening the AGM alongwith the Login ID and Password for the E-voting has been sent as above to those shareholders holding shares as on Friday, 28<sup>th</sup> August, 2020. Notice convening the said AGM shall also be sent by e-mail to those persons becoming shareholders after 28<sup>th</sup> August, 2020 and holding shares as on 22<sup>nd</sup> September, 2020 and whose e-mail ids are registered with the Company/ depositories. Such shareholders may also obtain the Login ID and Password for the E-voting by sending a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to [rta@cbmsl.com](mailto: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.



Remote E-voting shall commence at 9.00 A.M. on Saturday, 26<sup>th</sup> September, 2020 & shall be available only till 5.00 P.M. on Monday, 28<sup>th</sup> September, 2020 and shall not be available thereafter. However, E-Voting at the AGM (Insta Poll) Facility shall be available during the AGM.

- e) In case of any query/clarification/ grievances related to 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. 033-4080 3013 (e-mail : info2cs@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 E-Voting at the AGM (Insta Poll).
- g) Kindly note that once the members have cast their vote through Remote E-voting, they cannot modify their vote or vote on the E-Voting at the AGM. However, they may attend the AGM and participate in the discussions.
- h) Shareholders holding shares as on 22<sup>nd</sup> September, 2020 and who do not cast their votes through the Remote E-voting Facility but attend the AGM, may cast their votes on the E-Voting 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 22<sup>nd</sup> September, 2020, being the cut-off date, shall only be entitled to participate in the Remote E-voting exercise or on E-Voting at the AGM.
- j) It may also be noted that the Members can join the AGM in the VC / OAVM mode 30 minutes before the scheduled commencement time of the Meeting of 2.00 PM on 29<sup>th</sup> September, 2020, by following the procedure mentioned in the Notice convening the AGM. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizer, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- k) The consolidated results of the Remote E-voting & the E-Voting at the AGM (Insta Poll) shall be announced by the Company within 48 hours of the conclusion of the AGM & displayed on the websites of the Company and of NSDL 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 Wednesday, 23<sup>rd</sup> September, 2020 to Tuesday, 29<sup>th</sup> September, 2020 (both days inclusive) for the purpose of convening the said AGM.

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

Place : Kolkata

Date : 5<sup>th</sup> September, 2020

