



**Corporate Identity Number (CIN)-U74899DL1987GOI027481**

**NOTICE FOR ANNUAL GENERAL MEETING**

NOTICE is hereby given that the 35<sup>th</sup> Annual General Meeting of **Intelligent Communication Systems India Limited** will be held on **Wednesday 21<sup>st</sup> day of December, 2022 at 12:00 Noon** at the Office of Delhi State Industrial and Infrastructure Development Corporation (DSIIDC) at **N-36, Bombay Life Building, Connaught Circus, New Delhi-110001** to transact the following business:-

**ORDINARY BUSINESS: -**

1. To receive and adopt the Audited Financial Statements consisting of Balance Sheet as on 31<sup>st</sup> March, 2022, Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended as on that date and the report of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Sanjay Kumar (DIN-09259363) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Nayyer Azam Farooqui (DIN-08087363) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri Aman Gupta (DIN-08874697) who retires by rotation and being eligible, offers himself for re-appointment.
5. To declare a dividend for the financial year 2021-22.
6. To authorize the Board of Directors to fix remuneration of Statutory Auditors for the financial year 2022-23.

**SPECIAL BUSINESS: -**

7. To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as an Ordinary Resolution:  
**“RESOLVED THAT** Sh. Sanjeev Mittal, IAS (DIN-09638554), who was appointed as an Additional Director w.e.f. 25/07/2022 and shall hold office up to the date of this Annual General Meeting, be and is hereby appointed as Director as well as Chairman of the Company”.



# Intelligent Communication Systems India Ltd. (ICSIL)

(A Joint Venture of TCIL- A Govt. of India Enterprise & DSIIIDC- An Undertaking of Delhi Govt.)



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8. To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** Sh. D. Porpathasekaran (DIN-09612667), who was appointed as an Additional Director w.e.f. 25/07/2022 and shall hold office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company”.

**By Order of the Board  
Intelligent Communication Systems India Ltd.**

  
**Sanjay Kumar  
Managing Director  
(DIN No. 09259363)**

Date: 26/11/2022

Place: New Delhi

To

1. All Members of the Company
2. All Directors of the Company
3. Statutory Auditor

**Notes:**

1. Pursuant to Section 102 of the Companies Act, 2013, an Explanatory Statement setting out material facts and reasons for the proposed special business is annexed herewith.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. A blank proxy form is enclosed herewith.
3. Corporate Members, intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The route map of the venue of the meeting is also annexed.



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

**ITEM NO. 7 APPOINTMENT OF SH. SANJEEV MITTAL, IAS**

Board of Directors of the Company at 160<sup>th</sup> Board Meeting dated 25.07.2022 appointed Sh. Sanjeev Mittal, IAS as an Additional Director as a Nominee of Delhi State Industrial and Infrastructure Development Corporation (DSIIDC) to hold office till the Annual General Meeting of the Company.

Since the tenure of appointment of Sh. Sanjeev Mittal, IAS is due to expire at the Annual General Meeting, pursuant to section 161(1) of the Companies Act, 2013, approval of the shareholders is being sought in order to appoint him as Director as well as Chairman of the Company.

Save and except Sh. Sanjeev Mittal, IAS, none of the other Directors or their relatives is, in any way, concerned or interested in this resolution.

**ITEM NO. 8 APPOINTMENT OF SH. D. PORPATHASEKARN**

Board of Directors of the Company at 160<sup>th</sup> Board Meeting dated 25.07.2022 appointed Sh. D. Porpathasekaran as an Additional Director of the Company as a representative of Telecommunications Consultants India Limited (TCIL) to hold office till the Annual General Meeting of the Company.

Since the tenure of appointment of Sh. D. Porpathasekaran is due to expire at the Annual General Meeting, pursuant to section 161(1) of the Companies Act, 2013, approval of the shareholders is being sought in order to appoint him as Director of the Company.

Save and except Sh. D. Porpathasekaran, none of the other Directors or their relatives is, in any way, concerned or interested in this resolution.

**By Order of the Board  
Intelligent Communication Systems India Ltd.**



**Sanjay Kumar  
Managing Director  
(DIN No. 09259363)**

## ROUTE MAP OF THE VENUE

