

**INDUS MOTOR COMPANY PRIVATE LIMITED**

Indus House, Chakkorathukulam, Calicut - 673005

CIN: U50102KL1984PTC004009 website: [www.indusmotor.com](http://www.indusmotor.com)

Email: ceo@indusmotor.com

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**NOTICE OF 38<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 38<sup>th</sup> Annual General Meeting of the Members of the Company will be held on Friday, the 30<sup>th</sup> day of September, 2022 at 11.30 A.M. through Video Conferencing to be hosted from the Corporate Office of the Company at Thevara, Ernakulam, to consider the following businesses :-

**Ordinary Businesses:**

1. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

To receive and adopt the Balance Sheet as at 31st March, 2022 and the Profit & Loss Account for the period ended as on that date together with the Schedules and Notes forming part of Accounts as audited and reported by the Auditors of the company and the Directors Report to the Shareholders.

2. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for time being in force the approval of the shareholders be and is hereby accorded to re-appoint M/s MSKA & ASSOCIATES, Chartered Accountants, Chennai, for a period of 5 years starting from financial year 2022-23 and that they shall hold office from the conclusion of this Annual General Meeting until the conclusion of 43rd Annual General Meeting of the Company to be held for the financial year 2026-27 at a remuneration as may be decided by the Board of Directors in consultation with the Auditors.”

**For and on behalf of the Board of Directors**

Place: Cochin

Date: 07.09.2022

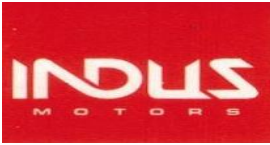
AFDHEL ABDUL WAHAB  
Director

DIN: 05223133



Notes:

1. In view of the outbreak of the COVID-19 pandemic, social distancing norms to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020, 20/2020, 33/2020, 02/2021, 19/2021, 21/2021, 02/2022 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, 28<sup>th</sup> September 2020, 13<sup>th</sup> January 2021, 08<sup>th</sup> December 2021, 14<sup>th</sup> December 2021 and 05<sup>th</sup> May 2022 respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”), the 38<sup>th</sup> Annual General Meeting of the Company is being conducted through Video Conferencing (VC) Facility, without the physical presence of Members at a common venue. The deemed venue for the 38<sup>th</sup> Annual General Meeting shall be the Corporate Office of the Company, from where the meeting will be hosted.
2. In compliance with the aforesaid MCA circulars, notice of the Annual General Meeting is being sent only through electronic mode to members whose email addresses are registered with the Company. Members are requested to intimate immediately change of address or mail id, if any, to the Company.
3. Since this Annual General Meeting is being held pursuant to the MCA circulars through VC, physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 38<sup>th</sup> AGM.
4. The Board of Directors has declared an interim dividend Rs.4 per share for the Financial Year ending on 31.03.2022 at their 251<sup>st</sup> meeting held on 30<sup>th</sup> day of April 2022. Hence the Board has decided not to declare any other dividend at the 38<sup>th</sup> Annual General Meeting for the financial year ending 31.03.2022.
5. Owing to the difficulties involved in dispatching of physical copies of the Audited financial statements (including Board's report, Auditor's report or other documents required to be attached therewith), such statements shall be sent only by email to the members.
6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 (“the Act”) and Register of Contracts or Arrangements in which directors are interested maintained under section 189 of the Act will be available electronically for inspection by the members during the time of AGM.
7. Members may attend the AGM through video conferencing and the link for participation will be shared before the meeting.



8. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Act.
9. Facility of joining the AGM through VC shall be kept open 15 minutes before the time scheduled for the AGM and will be available for members on first come first serve basis and shall not be closed till expiry of 15 minutes after the conclusion of the AGM.
10. Where the decisions are put to vote, the members shall convey their vote through E-voting and the details of such E-voting shall be shared to the shareholders separately before the meeting.
11. The stakeholders may contact the following helpline number for any queries/clarification with using the technology, before the meeting.

Contact person: Thomas Kuruvila  
Telephone no: 9745996565  
E-mail ID: ceo@indusmotor.com

Or

Contact person: Anas K P  
Telephone no: 9745997997  
E-mail ID: anaskp@indusmotor.com

Place: Cochin

Date: 07.09.2022

AFDHEL ABDUL WAHAB  
Director

DIN: 05223133