

INLAND VIKASH LIMITED

166/75, Village-North Nilra, P.S.-Domjur, Bankra, West Bengal-711403,

Ph-033-40219000 Fax-033-22831917/22434440

E-mail- info.inlandvikash@gmail.com, CIN NO: L63090WB1948PLC016193

NOTICE OF THE MEETING

Notice is hereby given that an Extraordinary General Meeting of the members of Inland Vikash Limited will be held on 19th February, 2015 At 1.30pm, at the Registered Office of the Company at 166/75, Village-North Nilra, P.S. -Domjur, Bankra, West Bengal- 711403 to transact the following business:

Item 1:

To appoint Mr. GIRISH CHANDAK as a Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149 and 152 of the Companies Act, 2013 and Rules framed thereunder, Mr. GIRISH CHANDAK (DIN: 07054537), who was appointed as an Additional Director pursuant to Section 161 of the Companies Act, 2013 with effect from January 08, 2015 to hold office up to the next Annual General Meeting of the Company, be and is hereby appointed as a Director of the Company with immediate effect."

Item 2:

To appoint Mr. GIRISH CHANDAK as Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, consent of the Company be and is hereby accorded to the appointment of Mr. GIRISH CHANDAK (DIN: 07054537), as Managing Director of the Company for a period of Three years with effect from 19th February, 2015 on such terms and conditions as contained in the Agreement executed by and between Mr. GIRISH CHANDAK and the Company, salient features of which specified in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to this Notice and which Agreement be and is hereby specifically approved with absolute liberty to the Board of Directors to alter, vary and amend the terms and conditions of the appointment and / or remuneration including increase in remuneration within the limits prescribed under the Companies Act, 2013 and Rules framed thereunder, as may be mutually agreed to between Mr. GIRISH CHANDAK and the Company from time to time, within the overall limits specified under the Companies Act, 2013 and Rules framed thereunder, as applicable to the Company for the time being in force.

For Inland Vikash Ltd.



Director / Authorized Signatory

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as may be necessary and expedient to give effect to the aforesaid Resolution."

By Order of the Board of Directors,

For Inland Vikash Limited,

For Inland Vikash Ltd.

✓ 
Director / Authorized Signatory
Prem Prakash Basotia

Director

Place: DOMJUR, BANKRA
Dated: 15/01/2015

NOTES

1. The Members/Proxies should bring the Attendance Slip sent herewith duly filled for attending the Meeting.
2. The Explanatory Statement pursuant to section 107 of the Companies Act, 2013 in respect of Special Businesses is annexed hereto.
3. All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company between 11.00 A.M to 1.00 P.M on any working till the date of the meeting.
4. The voting rights for the shares are one vote per equity share, registered in the name of the shareholders / beneficial owners as of Cut-Off Date of 09.01.2015.
5. The Board of Directors has appointed Shri Sonesh Jain, Practising Company Secretary (COP No. 11865) Prop. of Jain Sonesh and Associates (34387) as the Scrutinizer for conducting this E-voting process in a fair and transparent manner.

6. VOTING THROUGH ELECTRONIC MEANS

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote by electronic means as an alternative to vote physically at the EOGM, and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL).

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on February 13, 2015 at 9.00 A.M. and ends on February 15, 2015 at 6.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 09.01.2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (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 Digits 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) <ul style="list-style-type: none">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. <ul style="list-style-type: none">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 "**Inland Vikash 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
7. 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 info.inlandvikash@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before February 15, 2015, upto 6 pm. without which the vote shall not be treated as valid.
 8. 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 09-January-2015.
 9. The notice of Extra Ordinary General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 09-January-2015.
 10. The shareholders shall have one vote per equity share held by them as on the cut-off date of 09-January-2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

11. Shri Sonesh Jain, Practising Company Secretary (COP No. 11865) Prop. of Jain Sonesh and Associates (34387) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
12. The results shall be declared on or after the EOGM of the Company. The results declared alongwith the Scrutinizer's Report shall be placed on the website of CDSL within two (2) days of passing of the resolution at the EOGM of the Company and will be communicated to the CSE.

By Order of the Board of Directors,

For Inland Vikash Limited,
For Inland Vikash Ltd,



✓
Director / Authorised Signatory
Prem Prakash Basotia

Director

Place: DOMJUR, BANKRA
Dated: 15/01/2015

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE

COMPANIES ACT, 2013:

Item No. 1 & 2

Mr. GIRISH CHANDAK (DIN: 07054537), was appointed as an Additional Director of the Company at the Board Meeting held on January 08, 2015 and in terms of Section 161 of the Companies Act, 2013 holds office up to the date of the next Annual General Meeting. Mr. GIRISH CHANDAK has very rich experience in industries and is acquainted with thorough knowledge of the business. The company requires full time personnel to take the operations further.

The Company has received Notice in writing under Section 160 of the Companies Act, 2013, along with a deposit of Rs.1,00,000/- proposing the candidature of Mr. GIRISH CHANDAK, as a Director of the Company, if appointed.

Further the Board of Directors of the Company at its meeting recommended his appointment as Managing director for a period of three (3) years with effect from 19th February, 2015 on the following terms and conditions:

1. Salary : Rs.20,000/- per month.

The Managing Director and Executive Directors, hold office as such, subject to the provisions of Section 164 of the Companies Act, 2013.

These appointments have been made under Schedule V of the Companies Act, 2013. No Directors is deemed to be interested in the resolution.

By Order of the Board of Directors,

For Inland Vikash Limited,
For Inland Vikash Ltd.



Director / Authorized Signatory
Prem Prakash Basotia

Director

Place: DOMJUR, BANKRA
Dated: 15.01.2015

INLAND VIKASH LIMITED

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ATTENDANCE SLIP I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Company to be held on Thursday, on 19th February, 2015 At 1.30pm at 166/75, Village-North Nilra, P.S. - ,mjur, Bankra, West Bengal- 711403.	Folio/DP ID & Client ID No.:
	Name :
	Address :
	Joint holders Name :
	Shares

Name of Proxy (in BLOCK LETTERS)

Signature of Shareholder/Proxy Present

Notes: Members/Proxyholders who wish to attend the Extra ordinary General Meeting (EOGM) must bring their Admission Slips to the EGM and hand over the same duly signed at the entrance. Duplicate Admission Slips will not be issued at the venue.

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	USER - ID (BO-ID or Folio No. as per Note No. 6- (iv) of the Notice)	PERMANENT ACCOUNT NUMBER (PAN) (Original PAN / As per Note No. 6- (vii) of the Notice)
150116012		

Please refer to e-voting instructions at Note No. 6 of the Notice of the EOGM attached, before voting electronically.

The e-voting facility will be available during the following voting period:

Commencement of e-voting : From < Friday, 13.02.2015 at 9am >

End of e-voting : Up to <Sunday, 15.02.2015 at 6pm >

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FORM NO. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014]

Folio /DP ID & Client ID No.:

E-mail ID :

Name of the member (s):

Address:

I/we, being the member(s), holding _____ shares of the above named company hereby appoint :

- (1) Name _____ Address _____
E-mail Id _____ Signature _____ or failing him/her _____
- (2) Name _____ Address _____
E-mail Id _____ Signature _____ or failing him/her _____
- (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 19th February, 2015 At 1.30pm at 166/75, Village-North Nilra, P.S. -Domjur, Bankra, West Bengal- 711403 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional	
		For	Against
1.	Ordinary resolution for the appointment of Mr. GIRISH CHANDAK as a Director of the Company.		
2.	Special resolution for the appointment of Mr. GIRISH CHANDAK as a Managing Director of the Company.		

Signed this _____ day of _____ 2015

Member's Folio /DP ID & Client ID No. _____

Signature of Shareholder(s) _____

Signature of Proxy holder(s) _____

Note :

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.

Attn:
Revenue
Stamp