

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**  
**CIN: L45208WB1984PLC216047**  
**20A, BRITISH INDIAN STREET 1ST FLOOR,**  
**KOLKATA 700069**  
**Telephone no. 033 2230 7617**  
**Email Id: [technicalassociatesinfra@gmail.com](mailto:technicalassociatesinfra@gmail.com)**  
**Website: [www.techassoinfra.com](http://www.techassoinfra.com)**

**NOTICE**

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the members of **TECHNICAL ASSOCIATES INFRAPOWER LIMITED** will be held on Monday, September 26, 2016 at 11:00 AM at 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata-700069, West Bengal, to transact the following businesses:

**Ordinary Business**

1. To consider and adopt:
  - (a) The audited financial statement of the company for the year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and
  - (b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2016.
2. To appoint a Director in place of Shri Ramesh Kumar Saraogi (DIN- 02004902) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re – appointment.
3. To ratify appointment of Auditors and fix their remuneration 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** in accordance with the provisions of Sections 139 and other applicable provisions, if any, of the Companies Act, 2013, or any amendment thereto or modification thereof, the re-appointment of the retiring auditors M/s **Rajesh Kumar Gokul Chandra & Associates, Chartered Accountants**, having ICAI Firm Registration No 323891E, as the Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the Thirty Second Annual General Meeting, be and is hereby ratified, on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to service tax and reimbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company, be and is hereby approved.”

Place: Kolkata  
Date: 12.08.2016

By Order of the Board of Directors  
**For Technical Associates Infrapower Limited**  
Sd/-  
**Bhal Chandra Khaitan**  
(Director)

**NOTES:-**

1. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The business set out in the notice will be transacted through electronic voting system and the company is providing facility for voting by electronics means. Instructions and other information relating to e-voting are given in the notice under note number 10. The company will also send communications relating to remote e-voting which *inter alia* would contain details about user ID and password along with a copy of this notice to the members, separately.
3. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Information about Directors proposed to be appointed and re-appointed at the Annual General Meeting as stipulated under sub regulation (3) of regulation 36 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, has been entered into with the Stock Exchanges.

Members may also note that the Notice of the 31<sup>st</sup> Annual General Meeting and the Annual Report for 2016 will also be available on the Company's website [www.techassoinfra.com](http://www.techassoinfra.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata, West Bengal for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [technicalassociatesinfra@gmail.com](mailto:technicalassociatesinfra@gmail.com)

The Register of Directors' and Key managerial Personnel and their shareholding maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested maintained under Section 189, respectively under the Companies Act, 2013, will be available for inspection to the members at the AGM.

7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.
8. The Company has notified closure of Register of Member and Share Transfer Books from Tuesday, September 20, 2016 to Monday, September 26, 2016 (Both Days inclusive).
9. **Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**

#### 10. Voting through electronic means

- i. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- ii. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- iii. The remote e-voting period commences on 23<sup>th</sup> September, 2016 (9:00 am) and ends on 25<sup>th</sup> September 2016 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19<sup>th</sup> September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- iv. The process and manner for remote e-voting are as under:
  - A. In case a Member receives an email from NSDL [for members whose email-Ids are registered with the Company/Depository Participants(s)] :
    - i) Open email and open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
    - ii) Open the internet browser by typing the following  
URL: <https://www.evoting.nsdl.com/>
    - iii) Click on Shareholder – [Login](#)
    - iv) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
    - v) If you are logging in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password.
    - vi) The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.

- vii) Once the e-voting home page opens, click on e-voting> Active Voting Cycles.
  - viii) Select "EVEN" (E-Voting Event Number) of Technical Associates Infrapower Limited Now you are ready for e-voting as Cast Vote page opens.
  - ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - xi) Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.
  - xii) Institutional shareholders (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, to the Scrutinizer through e-mail to [csshikshasheth@gmail.com](mailto:csshikshasheth@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- i) Initial password is provided in the enclosed Attendance Slip for the AGM.
  - ii) Please follow all steps from Sl. No. (ii) to Sl. No.(xii) above, to cast vote.
- C. Other Instructions:
- i) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
  - ii) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 19<sup>th</sup> September, 2016. A person who is not a member as on cut off date should treat this notice for information purpose only.
  - iii) Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 19<sup>th</sup> September, 2016, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to the Company at [technicalassociatesinfra@gmail.com](mailto:technicalassociatesinfra@gmail.com) mentioning their Folio No. / DP ID and Client ID.
  - iv) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
  - v) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 19<sup>th</sup> September, 2016 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
  - vi) **Ms. Shiksha Sheth, Practicing Company Secretary, 3AMangoe Lane, 4<sup>th</sup> Floor, Kolkata - 700001** has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
  - vii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting through ballot paper with the assistance of scrutinerizer," for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
  - viii) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinerizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
  - ix) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.techassoinfra.com](http://www.techassoinfra.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to The Calcutta Stock Exchange, where the shares of the company are listed.

- x) Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the documents referred to in the accompanying Notice and Statement Annexed thereto would be available for inspection without any fees by the members at the corporate office of the Company during 10.00 AM to 1.00 PM on the any working day (Excluding Saturday & Sunday) upto the date of the meeting.

Place : Kolkata  
Date : 12.08.2016

By Order of the Board of Directors  
**For Technical Associates Inrapower Limited**  
Sd/-  
**Bhal Chandra Khaitan**  
(Director)

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**  
 CIN : L45208WB1984PLC216047  
 20A, BRITISH INDIAN STREET, 1<sup>ST</sup> FLOOR, KOLKATA 700069, WEST BENGAL  
 Telephone no. 033 2230 7617  
 Website : [www.techassoinfra.com](http://www.techassoinfra.com) Email ID: technicalassociatesinfra@gmail.com

**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting Hall)- (Annual General Meeting - 26<sup>th</sup> September, 2016)

I/We hereby record my/our presence at the Annual General Meeting of " Technical Associates Infrapower Limited" to be held at 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata 700069, West Bengal on Monday 26<sup>th</sup> Day of September, 2016 at 11.00 A.M.

Full Name of the member (IN BLOCK LETTER): \_\_\_\_\_

Folio No: \_\_\_\_\_ DP ID: \_\_\_\_\_ Client ID: \_\_\_\_\_

Full Name of proxy (IN BLOCK LETTER): \_\_\_\_\_

Member/Proxy(s) Signature: \_\_\_\_\_

(Please cut here and bring the Attendance Slip duly signed to the meeting and hand it over at the entrance Duplicate slips will not be issued at the venue of the meeting.

Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L45208WB1984PLC216047  
 Name of the Company : Technical Associates Infrapower Limited  
 Registered Office : 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata 700069, West Bengal  
 Name of the Members :  
 Registered Address :  
 E-mail Id :  
 Folio No./Client No. :  
 DP ID :

I/We, being the members of \_\_\_\_\_ shares of Technical Associates Infrapower Limited, hereby appoint

Name :  
 Address :  
 E-mail Id : Signature \_\_\_\_\_ or failing him/her  
 Name :  
 Address :  
 E-mail Id : Signature \_\_\_\_\_ or failing him/her  
 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 Annual General Meeting of the members of the company to be held on Monday, 26<sup>th</sup> Day of September, 2016 at 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata 700069, West Bengal and at any adjournment thereof in respect of such resolutions as are indicate below:

Resolution No.	Resolutions
1	<b>Ordinary Resolutions :</b> Consider and adopt : a) Audited Financial Statement, Reports of the Board of Directors and Auditors b) Audited Consolidated Financial Statement
2	Re-appointment of Director Mr. Ramesh Kumar Saraogi, retiring by Rotation
3	Appointment of Auditors and fixing their remuneration

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

\_\_\_\_\_  
Signature of the Shareholder

\_\_\_\_\_  
Signature of the Proxy Holder

NOTES THIS FORM OF PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY SUBMITTED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY.  
 1 NOT LESS THAN FORTY EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.  
 2 FOR THE RESOLUTIONS, EXPLANATORY STATEMENTS AND NOTES, PLEASE REFER TO THE NOTICE OF THE ANNUAL GENERAL MEETING.