

IL&FS Cluster Development Initiative Limited

(CIN - U70109DL2006PLC153767)

Regd. Office: 2nd Floor, Niryat Bhawan, Rao Tula Ram Marg, New Delhi – 110057
(Opposite Army Hospital Research and Referral)

NOTICE

Notice is hereby given that the Tenth Annual General Meeting of the Members of the Company will be held on Friday, July 15, 2016 at the Registered Office of the Company at Meeting Room, Niryat Bhawan, 2nd Floor, Rao Tula Ram Marg, New Delhi – 110057 at 11:00 am to transact the following Businesses:-

ORDINARY BUSINESS

- (1) To receive, consider, approve and adopt the Directors Report, Audited Balance Sheet as at March 31, 2016 and the Profit and Loss Account for the period ended as on that date together with the Auditors Report thereon
- (2) To declare the dividend for the financial year 2015-16 as recommended by the Board of Directors at their meeting held on May 11, 2016
- (3) To re-appoint Mr. Manu Kochhar (DIN:- 00007556) who is retiring by rotation and eligible for re-appointment
- (4) To ratify the appointment of statutory auditors of the Company, M/s Deloitte Haskins & Sells Chartered Accountants and to fix their remuneration

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

“RESOLVED THAT, pursuant to Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, pursuant to the recommendations of the Audit Committee and further, recommendations of the Board of Directors, and pursuant to the resolution passed by the members at the adjourned Annual General Meeting held on August 20, 2014, the appointment of Deloitte Haskins & Sells, Chartered Accountants (registration No. 015125/N) as the Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held for FY 2019, be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2017”

By the order of Board



Pankaj Kumar
Company Secretary

Membership No.:- A35483

Dated: - May 30, 2016

Registered Office
2nd Floor, Niryat Bhawan
Rao Tula Ram Marg, Opposite Army Research & Referral Hospital
New Delhi: - 110057

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NOTES:-

- (a) **A member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote instead of himself and the proxy need not be a member of the company. the proxies in order to be effective must be received by the company not less than 48 hours before the meeting**

- (b) **The dividend as recommended by the Board of Directors, if declared at this Annual General Meeting, will be paid within 30 days after the date of declaration to those shareholders whose name appear on the Company's Register of Member as on the date of Annual General Meeting .**

- (c) **Members/ proxies are requested to bring their attendance slip duly filled in along with their copy of annual report to the meeting**

- (d) **The documents referred to in the accompanying notice and a list showing the names, addresses and occupations of the members of the company, and the number of shares held by them respectively, shall be open for inspection at the registered office of the company during the office hours between 11.00 a. m. to 1.00 p. m. on all working days except Saturdays and Sundays up to the date of the meeting and shall also be available at the venue of the meeting**

- (e) **Route map to the venue of the meeting is appended at the end of this Notice**

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ATTENDANCE SLIP

TENTH ANNUAL GENERAL MEETING
FRIDAY, JULY 15, 2016
ATTENDANCE SLIP

Folio No. /DP ID-Client ID No.:

No. of share(s) held:

Name of the Shareholder/Proxy:.....(IN BLOCK LETTERS)

Address:

.....
.....

I /we hereby record my /our presence at the Tenth Annual General Meeting of IL&FS Cluster Development Initiative Limited held on Friday, July 15, 2016 at 11:00 am at the Registered Office of the Company, meeting room, Niryat Bhawan, 2nd Floor, Rao Tula Ram Marg, New Delhi – 110057

.....
Signature of Shareholder/Proxy

Notes:

- (i) ***Please complete this attendance slip, sign and hand it over at the entrance of the meeting hall***
- (ii) ***Members are informed that no duplicate slips will be issued at the venue of the meeting and they are requested to bring this slip for the meeting***

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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:

Name of the Company:

Registered Office:

<p>Name of the member(s):</p> <p>Registered address:</p> <p>E-mail Id:</p> <p>Folio No/Client ID:</p> <p>DP ID:</p>
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I/we, being the member (s) of Shares of the above named company, hereby appoint

1. Name:

Address:

E-mail ID:

Signatures:, or failing him

2. Name:

Address:

E-mail ID:

Signatures:, or failing him

3. Name:

Address:

E-mail ID:

Signatures:, or failing him

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As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Tenth Annual General Meeting of the Company, to be held on Friday, July 15, 2016 at 11:00 am at Meeting Room Niryat Bhawan, 2nd Floor, Rao Tula Ram Marg, Opposite Army R & R Hospital, New Delhi: - 110057 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Number of shares held	For	Against
Ordinary Business				
1.	To receive, consider, approve and adopt the Directors Report, Audited Balance Sheet as at March 31, 2016 and the Profit and Loss Account for the period ended as on that date together with the Auditors Report thereon			
2.	To declare final dividend for financial year ended March 31, 2016			
3.	To re-appoint Mr. Manu Kochhar (DIN:-00007556) who is retiring by rotation and eligible for re-appointment			
4.	To ratify the appointment of Statutory Auditors of the Company, and to fix their remuneration			

Signed this..... Day of 20.....

Affix
Revenue
Stamp

Signatures of shareholder

Signatures of Proxy holder(s)

Note:

- (1) *The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY EIGHT HOURS before the commencement of the Meeting*
- (2) *A Proxy need not be a member of the Company*
- (3) *In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members*
- (4) *The form of Proxy confers authority to demand or join in demanding a poll*
- (5) *The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting*

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