



NOTICE OF 23RD ANNUAL GENERAL MEETING

Notice is hereby given that the 23rd Annual General Meeting of the Members of the Company will be held on Monday, at 24th September, 2018 at 03:00 P.M. at S-466, GK –II, New Delhi- 110048 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement which includes the Audited Balance Sheet as at 31st March, 2018, the statement of Profit and Loss for the year ended on that date and the Cash Flow Statement for the financial year ended on 31st March, 2018 and the Reports of the Board of Directors and the Statutory Auditors thereon.
2. To appoint a Director in place of Mr. Rishabh Jhunjhunwala (DIN: 03104458), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Vimal Banka (DIN: 00322532), who retires by rotation and being eligible, offers himself for re-appointment.
4. 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, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and also pursuant to the recommendation of the Board of Directors, M/s KRA & Associates, Chartered Accountants (Firm Registration No. 002352N), be and are hereby appointed as Statutory Auditors of the company to hold office for a consecutive period of five years from the conclusion of this, the 23rd Annual General Meeting (AGM) till the conclusion of the 28th AGM of the Company to be held in the calendar year 2023 to examine and audit the accounts of the Company, on such remuneration (including fees for certification) and reimbursement of out of pocket expenses for the purpose of audit as may be mutually agreed upon between the Board of Directors of the Company and M/s KRA & Associates, Chartered Accountants for each financial year.”

By Order of the Board
For Indo Canadian Consultancy Services Limited

Date: 27th August, 2018

Place: Noida

Registered Office:

Bhilwara- Bhawan, 40-41

Community Centre

New Friends Colony

New Delhi-110025

CIN: U74899DL1995PLC064168

O.P. Ajmera
Director
DIN: 00322834

**NOTES:-**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48-HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. 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 person holding more than ten percent of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

A Proxy form is attached to the notice.
3. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company, a duly certified Board Resolution authorizing the said representative(s) to attend and vote on their behalf at the meeting.
4. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 7-days in advance so as to enable the Company to keep the desired information ready.
5. Members/ Proxies should bring the Attendance Slip duly filled in for attending the meeting.
6. The relevant documents accompanying the Notice are open for inspection to the members at the Registered Office of the Company during the normal business hours of the Company upto the date of the meeting.
7. Members seeking any information/clarification with regard to accounts and audit are requested to write to the Company in advance and their queries should reach the Registered Office of the Company atleast seven days prior to the date of meeting, so as to enable the Management to keep the information/clarification ready.
8. Disclosure as required under the Secretarial Standard – 2 on General Meeting (Annexure-1) is annexed to this Notice of Annual General Meeting.
9. Route–map to the venue of the Meeting is enclosed in the Notice of AGM.

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O.P. Ajmera
Director
DIN: 00322834



ADDITIONAL INFORMATION-FOR ITEM NO. 3

During the year the existing Statutory Auditors of the Company M/s BGJC & Associates, LLP, Chartered Accountants (ICAI Firm Regn. No. 003304N) have resigned as the Statutory Auditors of the Company w.e.f. 12th March, 2018 due to pre-occupations. In the Board Meeting held on 03rd April, 2018 M/s KRA & Associates, Chartered Accountants were appointed as the Statutory Auditors of the Company to fill up the Casual Vacancy aroused due to resignation of M/s BGJC & Associates, LLP. Subsequently, the Shareholders in the Extra Ordinary General Meeting held on 12th April, 2018 approved the appointment of M/s KRA & Associates to hold the office till the conclusion of the 23rd AGM to be held in the Calendar Year 2018.

The term of M/s KRA & Associates, Chartered Accountants as Statutory Auditors will expire at the conclusion of the ensuing AGM.

The Board has recommended the appointment of M/s KRA & Associates, Chartered Accountants, (ICAI Firm Regn. No. 002352N) as Statutory Auditors of the Company for a period of first five years form the conclusion of the ensuing Annual General Meeting till the conclusion of the 28th Annual General Meeting to be held in the Calendar Year 2023.

The Company has received the consent and declaration M/s KRA & Associates, Chartered Accountants, (ICAI Firm Regn. No. 002352N) stating that they are not disqualified from acting as statutory auditors, if they are appointed by the members. The resolution is placed before the members for their approval.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested in the aforesaid resolution.



ANNEXURE-1

INFORMATION PURSUANT TO SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) REGARDING DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AND/OR FIXATION OF REMUNERATION OF DIRECTORS IS GIVEN HEREUNDER:

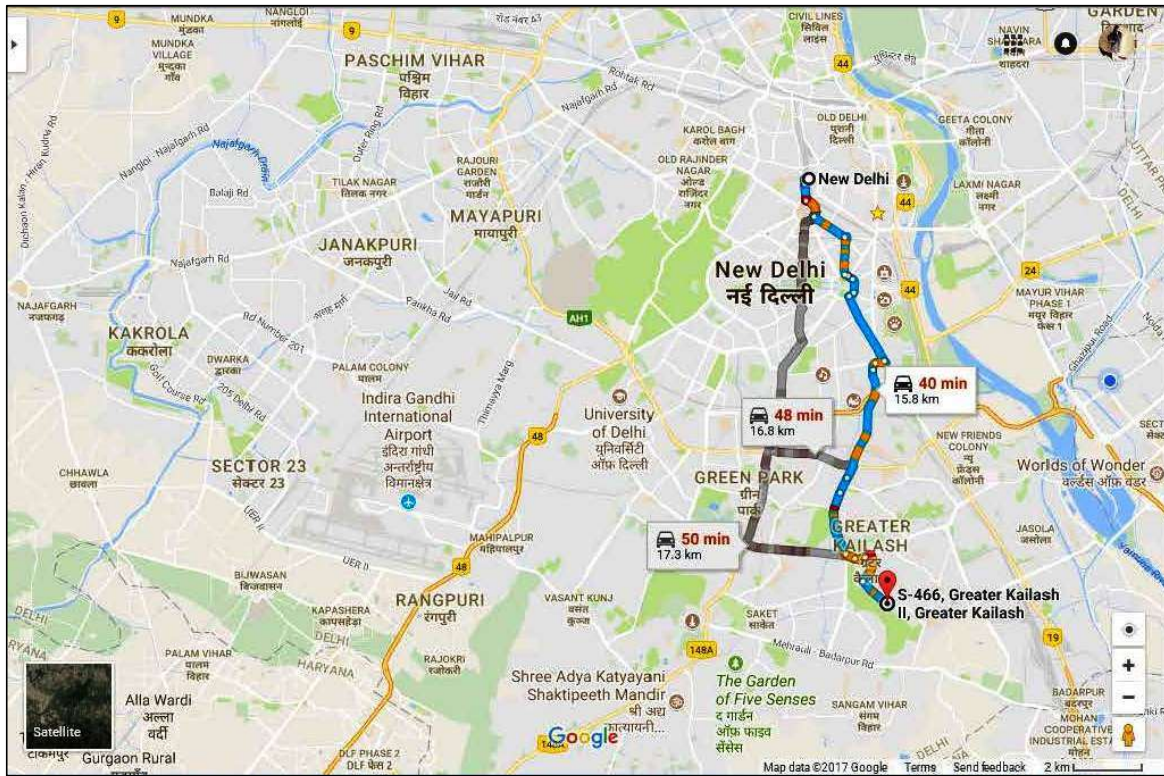
S. No	Name of Director	Sh. Rishabh Jhunjunwala	Sh. Vimal Banka
1.	Category	Non-Executive Director	Non-Executive Director
2.	DIN	03104458	00322532
3.	Date of Birth	16-08-83	01.01.1951
4.	Age	33 Years	66 years
5.	Date of Appointment on Board	27.10.2014	30-06-15
6.	Qualification	i) Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	CA
7.	Experience	8 Years	38 Years
8.	List of other Public Limited/ Private/Others Companies in which Directorship held		
8.1	Public Companies	Bhilwara Energy Limited	Nivedan Vanijya Niyojan Limited
		NJC Hydro Power Limited	BG Wind Power Limited
		Chango Yangthang Hydro Power Limited	Bharat Investment Growth Limited
		BG Wind Power Limited	Raghav Commercial Ltd.
		Bhilwara Infotechnology Limited	Giltedged Industrial Securities Limited
			Investors India Limited
			Inter Globe Capital Market Limited
			Inter Globe Infralog Limited
8.2	Private Companies	Odetta Realty Private Ltd.	AKJ Apparels Private Limited
		LNJ Realty Private Limited	Aadi Marketing Company Private Limited



		Kings Sports Leave Private Limited	LNJ Realty Private Limited
			Bhilwara Services Private Limited
			LNJ Skills & Rozgar Private Limited
			LNJ Institute of Skills & Technology Private Limited
			Vikram Properties and Merchandise Private Limited
8.3	Others	Balephi Jalvidyut Private Ltd. Nepal	LNJ Graphite Advisory LLP
		RR Family Advisory and Consulting LLP	LNJ Spark Advisory LLP
			LNJ Textiles Advisory LLP
8.4	Chairman/Member of Committees of Board of Directors of Company	None /N.A.	None /N.A.
9	Chairman/Member of Committees of Board of Directors of other Company		
9.1	Audit Committee	-	Nivedan Vanija Niyogan Limited
9.2	Stakeholders' Relationship Committee	-	-
9.3	Nomination & Remuneration Committee	BG Wind Power Limited	-
10	No. of Equity Share held in the Company	None	None
11	No. of Board Meetings attended during the year	1 (One) out of 4 (Four)	2 (Two) out of 4 (Four)
13	Terms and Conditions of appointment/reappointment along with remuneration sought to be paid	Non-Executive Director with no remuneration & commission.	Non-Executive Director with no remuneration & commission.
14	The Remuneration last drawn	NIL	NIL
15	Relationship with other directors, Manager and Key Managerial Personnel	None	None



ROUTE MAP FROM NEW DELHI RAILWAY STATION TO S-466, GK –II, NEW DELHI- 110048





INDO CANADIAN CONSULTANCY SERVICES LIMITED

CIN : U74899DL1995PLC064168

Registered office: Bhilwara Bhawan, 40-41

Community Centre, New Friends Colony, New Delhi-110025

Corporate office: Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.),

Phone: 0120-4390300 (EPBAX), **Fax:** 0120-2536268

E-mail: opajmera@lnjbhilwara.com, **Website:** www.iccspower.com

ATTENDANCE SLIP

Folio / Client ID No. _____ No. of Shares held _____

Full Name of Shareholder _____

Full Name of Proxy / Representative _____

I hereby record my presence at the 23rd Annual General Meeting of the Company held on Monday, at 24th September, 2018 at 03:00 P.M. at S-466, GK –II, New Delhi- 110048 and / or at any adjournment thereof.

Signature of shareholder / proxy / representative _____

Note: Please fill in this attendance slip and hand it over at the venue.

* Strike out whichever is not applicable.



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E-mail: opajmera@lnjbhilwara.com, **Website:** www.iccspower.com

PROXY FORM

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

<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 :
 Signature :..... , or failing him

2. Name :
 Address :
 E-mail Id :
 Signature :..... , or failing him

3. Name :
 Address :
 E-mail Id :
 Signature :..... , or failing him

as my / our proxy to attend and vote (on a poll) for me / us and on my/our behalf at the 23rd Annual General Meeting of the Company held on Monday, at 24th September, 2018 at 03:00 P.M. at S-466, GK –II, New Delhi- 110048 and / or at any adjournment thereof in respect of such resolutions as are indicated below:



** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution Number	Resolution	For	Against
Ordinary Business			
1.	To receive, consider and adopt the Audited Balance Sheet as at 31 st March 2018 and the Statement of Profit and Loss of the Company for the year ended on that date along with the Report of Board of Directors and Auditors thereon.		
2.	To appoint a Director in the place of Mr. Rishabh Jhunjhunwala (DIN: 03104458), who retires by rotation and being eligible offers themselves for re-appointment.		
3.	To appoint a Director in the place of Mr. Vimal Banka (DIN: 00322532), who retires by rotation and being eligible offers themselves for re-appointment.		
4.	To appoint M/s KRA & Associates, Chartered Accountants (Firm Registration No. 002352N) as Statutory Auditor.		

Signed this _____ day of _____ 2018

Signature of shareholder _____

Signature of Proxy holder _____

Affix Revenue Stamp

Notes:

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at the Registered Office of the Company, not less than forty-eight hours before the commencement of the meeting.
2. ** It is optional to indicate your preference. If you leave the for, against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
3. For the Resolutions, Explanatory statement and Notes, please refer to the Notice of the 23rd Annual General Meeting.