



SHORTER NOTICE

NOTICE is hereby given that the Extraordinary General Meeting of **M/s DCC Infra Projects Limited** will be held on Monday, May 09, 2022 at 1063, Professor's Colony, Dhand Road, Kaithal, Haryana 136027 at 11:00 A.M. to transact the following business:-

SPECIAL BUSINESS:

1. REGULARIZE MS. AMANDEEP KAUR, AS A NON EXECUTIVE DIRECTOR

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

"RESOLVED THAT pursuant to Sections 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), **Ms. Amandeep Kaur (DIN: 0009580095)** who was appointed as an Additional Director with effect from May 02, 2022 by the Board of Directors of the Company, who holds office up to the date of ensuing Annual General Meeting, be and is hereby appointed as a Non-Executive Director of the Company in the ensuing Extra Ordinary General Meeting.

FURTHER RESOLVED THAT any Director of the company be and is hereby authorized to file form DIR-12 with the Registrar of Companies to make necessary entries in the statutory registers of the company and to do all such acts and other things as may deem fit to give effect to this resolution."

2. CHANGE OF DESIGNATION FROM DIRECTOR TO WHOLE TIME DIRECTOR

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

"RESOLVED THAT pursuant to the provisions of Section 196 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Board of Directors and subject to the approval of shareholders of the Company be and is hereby accorded to change the designation of **Mr. Harjit Singh (DIN: 09216772)**, from Director to the Whole Time Director of the Company on the terms and conditions set out below with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Schedule V of the Companies Act, 2013, or any amendments thereto or any re-enactment thereof.

- a) Salary at the rate of **Rs. 10,00,000/- (Rupees Ten Lac only)** per month which may be reviewed by the Board.
- b) The Whole Time Director shall be entitled to use the company's car, all the expenses for maintenance and running of the same by the Company.
- c) Leave Travel Allowance for the Whole Time Director and his family once in a year in accordance with the Company policy.

- d) Reimbursement of expenses incurred by him on account of business of the Company in accordance with the Company policy.
- e) Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company.
- f) The Whole Time Director shall be entitled to such increment from time to time as the Board may by its discretion determine.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mr. Harjit Singh, Director the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board of Directors of the Company and company secretary be and is hereby authorized to take such steps as may be necessary, desirable or expedient to give effect to this resolution.

3. CHANGE OF DESIGNATION FROM DIRECTOR TO WHOLE TIME DIRECTOR

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

“RESOLVED THAT pursuant to the provisions of Section 196 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Board of Directors and subject to the approval of shareholders of the Company be and is hereby accorded to change the designation of **Mr. Baljit Singh (DIN: 09216771)**, from Director to the Whole Time Director of the Company on the terms and conditions set out below with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Schedule V of the Companies Act, 2013, or any amendments thereto or any re-enactment thereof.

- a) Salary at the rate of **Rs. 10,00,000/- (Rupees Ten Lac only)** per month which may be reviewed by the Board.
- b) The Whole Time Director shall be entitled to use the company's car, all the expenses for maintenance and running of the same by the Company.
- c) Leave Travel Allowance for the Whole Time Director and his family once in a year in accordance with the Company policy.
- d) Reimbursement of expenses incurred by him on account of business of the Company in accordance with the Company policy.
- e) Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company.
- f) The Whole Time Director shall be entitled to such increment from time to time as the Board may by its discretion determine.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mr. Harjit Singh, Director the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board of Directors of the Company and company secretary be and is hereby authorized to take such steps as may be necessary, desirable or expedient to give effect to this resolution.

**By order of the Board of Directors
For DCC Infra Projects Limited**


**Mohit Kanojia
Company Secretary
M.No- 32853**

Date: 03/05/2022
Place: Kaithal

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. The proxy, in order to be effective, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. The blank proxy form is enclosed herewith.
2. The explanatory statement setting out the material facts concerning the special business mentioned above, as required under Section 102 of the Companies Act, 2013 is annexed hereto.

Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013

ITEM 1:

Ms. Amandeep Kaur (DIN: 0009580095) appointed as Additional Director of the Company w.e.f. May 03, 2022 on such terms & conditions as mutually decided by and between Ms. Amandeep Kaur & the Board, or any changes thereupon.

The term of additional director will be expired on the date of Annual General Meeting held for 2021-22. Your Directors recommend the appointment of Ms. Amandeep Kaur as a Non-Executive Director of the Company at the ensuing Extra Ordinary General Meeting.

None of the directors are interested in the resolution.

ITEM 2:

Mr. Harjit Singh, appointed as Executive Director of the company at the time of incorporation on such terms & conditions as mutually decided between them.

Pursuant to section 2(94) of the Companies Act, 2013, Mr. Harjit Singh is also appointed as a Whole Time Director of the Company subject to the approval of shareholders, for a period of 5 years with effect from May 02, 2022.

The terms and conditions of employment and remuneration, as applicable to Mr. Harjit Singh as a part of his employment shall continue to be applicable to him as an employment of Whole Time Director. The Board believes that the company would be immensely benefited from the appointment of Mr. Harjit Singh as Whole Time Director.

In compliance with the provisions of section 196 of the Companies Act 2013, appointment of Mr. Harjit Singh as a Whole Time Directors of the company for a period of 5 years placed before the members at this Extra Ordinary General Meeting.

The Board recommends the resolution set out at Item-2 for the approval by the members of the company.

None of the directors are interested except Mr. Harjit Singh to the extent of his appointment.

ITEM 3:

Mr. Baljit Singh, appointed as Executive Director of the company at the time of incorporation on such terms & conditions as mutually decided between them.

Pursuant to section 2(94) of the Companies Act, 2013, Mr. Baljit Singh is also appointed as a Whole Time Director of the Company subject to the approval of shareholders, for a period of 5 years with effect from May 02, 2022.

The terms and conditions of employment and remuneration, as applicable to Mr. Baljit Singh as a part of his employment shall continue to be applicable to him as an employment of Whole Time

Director. The Board believes that the company would be immensely benefited from the appointment of Mr. Baljit Singh as Whole Time Director.

In compliance with the provisions of section 196 of the Companies Act 2013, appointment of Mr. Baljit Singh as a Whole Time Directors of the company for a period of 5 years placed before the members at this Extra Ordinary General Meeting.

The Board recommends the resolution set out at Item-3 for the approval by the members of the company.

None of the directors are interested except Mr. Baljit Singh to the extent of his appointment.

**By order of the Board of Directors
For DCC Infra Projects Limited**

Date: 03/05/2022
Place: Kaithal


**Mohit Kanojia
Company Secretary
M.No- 32853**