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# ADITYA INFOTECH LTD.

Corporate Office : Khemka Square, A-11 & 12, Sector 4, NOIDA - 201301 (NCR-Delhi) INDIA  
CIN NO : U74899DL1995PLC066784, Tel: +91 120 4555 666 Fax : +91 120 4555 600  
Email : sales@adityagroup.com Website : www.adityagroup.com



## NOTICE OF TWENTY NINTH (29<sup>th</sup>) ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **29<sup>th</sup> Annual General Meeting of Aditya Infotech Limited** is scheduled to be held at a shorter notice on **Tuesday, August 13, 2024**, at the Corporate Office of the Company situated at **A-12, Sector-04, NOIDA-201301** at **11:00 HRS** to transact the following businesses:

### ORDINARY BUSINESSES:

- 1. TO RECEIVE, CONSIDER AND ADOPT STANDALONE AND CONSOLIDATED ANNUAL AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**

To consider and if thought fit, to pass, with or without modifications, the following resolution as **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of section 129 and section 134 of the Companies Act, 2013 and the rules made thereunder and any amendment(s) made thereto, the annual audited Standalone and Consolidated Balance Sheet as at March 31, 2024, the Standalone and Consolidated Financial Statement of Profit & Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted.”

- 2. TO RE-APPOINT MR. RISHI KHEMKA (DIN-00514590) AS THE DIRECTOR, WHO RETIRES BY ROTATION AT THIS MEETING AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

To consider and if thought fit to approve re-appointment of Mr. Rishi Khemka as the Director of the Company and pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to provisions of section 152(6) of the Companies Act, 2013 and the rules made thereunder, and any amendment made thereto, Mr. Rishi Khemka (DIN: 00514590), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as Director of the Company whose office shall be liable to retire by rotation.”

- 3. TO DECLARE FINAL DIVIDEND ON EQUITY SHARES OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24**

To consider and if thought fit to declare final dividend on equity shares of the Company for the year ended March 31, 2024, at INR 1.76/- approx. per Equity Share of INR 1/- (Indian Rupees One only) each aggregating to INR 18,00,000,00/- (Indian Rupees Eighteen Crores only) on equity share capital of the Company and pass the following resolution as an **Ordinary Resolution**:

Regd. Off. : F-28, Okhla, Industrial Area, Phase - 1,  
New Delhi-110 020 (INDIA)

Our Brand: CP PLUS

Regd. Off. : F-28, Okhla, Industrial Area, Phase - 1,  
New Delhi-110 020 (INDIA)

Our Brand: CP PLUS

**"RESOLVED THAT** the final dividend on equity shares for the year ended March 31, 2024 at INR 1.76/- approx. per Equity Share of INR 1/- (Indian Rupees One only) each aggregating to INR 18,00,000,00/- (Indian Rupees Eighteen Crores only) on equity share capital of the Company as recommended by the Board of Directors of the Company at their meeting held on August 2, 2024 be and is hereby approved and declared by the Shareholders of the Company."

By the order of the Board  
For Aditya Infotech Limited

  
  
Roshni Tandon  
Company Secretary & Compliance Officer

Date: August 02, 2024

Place: Noida

**NOTES:**

1. Section 105(2): A SHAREHOLDER ENTITLED TO ATTEND THE ANNUAL GENERAL MEETING (THE "MEETING") IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND INSTEAD OF HIMSELF/HERSELF, AND SUCH A PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY SUBJECT TO PROVISIONS OF THE ARTICLES OF ASSOCIATION. THE PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING. THE PROXY FORM IN THE PRESCRIBED FORMAT MGT-11 IS ATTACHED FOR DOING THE NEEDFUL, IF REQUIRED.
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 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.
3. **Section 105(8): Requirement of giving three days' notice by a member for inspecting the proxies lodged**  
Every Member entitled to vote at a meeting of the Company, or on any resolution to be moved in the meeting, shall be entitled to inspect the proxies lodged by giving not less than 3 days' written notice of his/ her intention of doing the inspection.
4. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution/ authorization letter, authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to notify any change in their address/ mandate/ other details immediately to the Company at its registered office.

6. **The documents, if any referred to in the resolution mentioned are available for inspection during 10.00 a.m. to 1.00 p.m.** up to the Meeting except holidays at the Registered Office of the Company and copies thereof shall also be made available for inspection at the venue of Meeting.
7. **Section 170: Register of Directors and their shareholding**  
In accordance with the requirement of the Section 170 of the Companies Act, 2013, register of Directors and their shareholding shall be kept open for inspection by the Members and shall also be made accessible to any person attending the Annual General Meeting.
8. **Section 189: Register of Contracts or arrangements in which directors are interested**  
In accordance with the requirement of the Section 189 of the Companies Act, 2013, register of Contracts or arrangements in which directors are interested shall be placed at the Annual General Meeting and shall also remain open and accessible to any person having right to attend the meeting during the continuance of the said meeting.
9. The Register of Members and the Share Transfer Books of the Company will remain closed from August 3, 2024 to August 13, 2024 (both days inclusive) for the purpose of AGM and payment of Final Dividend to be declared.
10. Route map to the venue of the meeting is annexed.

By order of the Board  
For Aditya Infotech Limited

  
Roshni Tandon  
Company Secretary & Compliance Officer

**Date:** August 02, 2024  
**Place:** Noida

**ATTENDANCE SLIP**  
(TO BE SIGNED AND HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

I/We hereby record my/our presence at the 29th Annual General Meeting (Financial Year 2023-2024) of Aditya Infotech Limited held at 11:00 HRS on Tuesday, 13th day of August 2024 at Corporate Office of the Company situated at A-12, Sector-04, NOIDA-201301

NAME(S) OF THE MEMBERS(S)	Registered Folio No.
	No. of Shares held

Name of Proxy/ Authorized Representative (in block letters)  
(To be filled in, if the Proxy attends instead of the Members)

Member's/Proxy's/ Authorized  
Representative's Signature



**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: **U74899DL1995PLC066784**

Name of the Company: **ADITYA INFOTECH LIMITED**

Registered office: **F-28, Okhla Industrial Area, Phase-I, New Delhi 110020**

Name of Member(s)	
Registered/Residential Address	
Email ID	
Folio No/Client ID	
DP ID	

I/ We being the member of Aditya Infotech Limited holding.....shares, hereby appoint

1. Name:.....

Address:.....

E-mail Id:.....

Signature: ....., or failing him

2. 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 29<sup>th</sup> Annual General Meeting of members of the Company, to be held at a shorter notice on August 13, 2024 at 11 A.M. at corporate office of the situated at A-12, Sector-04, Noida-201301, and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	RESOLUTION(s)	FOR	AGAINST
1.	To receive, consider and adopt the Standalone and consolidated annual audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon.		
2.	To re-appoint Mr. Rishi Khemka (DIN-00514590) as the director, who retires by rotation at this meeting and being eligible, offers himself for re-appointment		
3.	To declare final dividend on equity shares of the company for the financial year 2023-24;		

Signed this ..... Day of..... 2024

Signature of Shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

**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.

### ROUTE MAP OF VENUE

