

INTERNATIONAL CONSTRUCTIONS LIMITED

Regd. Office: No. 8, The Icon, 5th Floor, 80 Feet Main Road, HAL III Stage, Indiranagar, Bangalore-560075

THIRTY SECOND ANNUAL REPORT

2014 – 15

32

Board of Directors:

MR.ANIL KUMAR SETHI
(Managing Director)
MR.BASANT KUMAR JAIN
MR.AMITAVA BASU
MR. SUBHASH KUMAR JAIN
MRS. PRITI DEVI SETHI

Registered Office:

No. 8, The Icon, 5th Floor, 80 Feet
Main Road, HAL III Stage,
Indiranagar, Bangalore-560075

Auditors:

M/s VIJAY KUMAR AGARWAL & CO
Chartered Accountants,
Central Plaza. 5th Floor, Room- 5M
41,B.B Ganguly Street
Kolkata-700012

Bankers:

INDIAN BANK
ICICI Bank

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CIN: L45309KA1983PLC038816

Tel: +91-80-49151700, Fax: +91-80-49151701, email: info@addgroup.co.in

INTERNATIONAL CONSTRUCTIONS LIMITED

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NOTICE

Notice is hereby given that the Thirty Second Annual General Meeting of the Members of the M/s International Constructions Limited will be held on Tuesday, the 29th day of September, 2015 at 03:00 PM at its Registered Office at No. 8, The Icon, 5th Floor, 80 Feet Main Road, HAL III Stage, Indiranagar, Bangalore-560075 (Landmark: Tippasandra Main Road, Opp. to IDBI Bank, Spencer's Building) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Profit and Loss Account for the year ended 31st March, 2015 and Balance Sheet as on at that date together with the reports of the Directors and the Auditors thereon.
2. Mr. Amitava Basu Director of the Company retires by rotation at the ensuing Annual General Meeting as per provisions of the Companies Act, 2013, and being eligible offers himself for re-appointment.
3. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the appointment of M/s Vijay Kumar Agarwal and Co., Chartered Accountants (Firm Registration No 320185E), as Auditors of the Company to hold office from the close of 32nd Annual General Meeting (AGM) till the conclusion of the 33rd Annual General Meeting (AGM) of the Company by the General Body at its 31st AGM held on 04.09.2014 be ratified at a remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 161, and any other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof for the time being in force) and Companies Rules 2013, Mrs. Priti Devi Sethi, who was appointed as an Additional Director of the Company on 25.03.2015 and who holds office up to the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013, proposing her candidature, be and is hereby appointed as Director of the Company, not liable to retire by rotation in terms of the provisions of the Articles of Association of the Company.”

Place: Bangalore
Date: 29/08/2015

For and on Behalf of Board


Anil Kumar Sethi
Director
(DIN NO: 00035800)

CIN: L45309KA1983PLC038816

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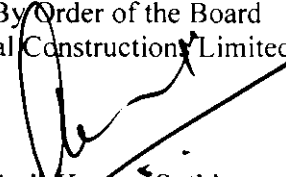
Explanatory Statement (Pursuant to Section 102 of the Companies Act, 2013)

Item No. 4

Mrs. Priti Devi Sethi was appointed as an Additional Director of the company as per the provisions of Section 161 of the Companies Act, 2013 in the Board Meeting held on 25.03.2015. Mrs. Priti Devi Sethi holds office of Director up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing under section 161 of the Companies Act, 2013, along with a deposit of Rs.1,00,000/- from a Member signifying his intention to propose the name of Mrs. Priti Devi Sethi as a candidate for the office of Director. Approval of General Body is needed for the said appointment.

Recommended for passing it as an Ordinary Resolution.

By Order of the Board
For International Constructions Limited


Anil Kumar Sethi
Chairman
(DIN NO: 00035800)

Place: Bangalore
Date: 29/08/2015

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/herself, and such proxy need not be a member of the Company. Proxies 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.

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2. The Register of Members and the Share Transfer Books of the Company will remain closed from 24/09/2015 to 29/09/2015 (both days inclusive).
3. The details of Directors seeking appointment / re-appointment at the Annual General Meeting as required under Clause 49 of the Listing Agreement with Stock Exchanges is annexed hereto.
4. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form and such requests can be made to the Company's Registrar and Share Transfer Agents at:

M/s. Niche Technologies Private Limited

Unit: M/s International Constructions Limited

D 511, Bagree Market,

71, B.R.B.Basu Road, Kolkata-700001

Phone: 033 – 22357270 / 7271 / 3070; Fax: 033 – 2215 6823

E-mail: nichetechpl@nichetechpl.com

5. Shareholders are requested to furnish the PAN Number, E-mail ID if any and update/ intimate the change of address to the Company's Registrar & Transfer Agent M/s. Niche Technologies Private Limited.

Additional Information required to be furnished under the Listing Agreement

Detail of the Directors seeking appointment / re-appointment at the Annual General Meeting (Pursuant to Clause 49 of the Listing Agreement)

Name	:	Priti Devi Sethi
Date of Birth	:	30/06/1959
Date of Appointment	:	25/03/2015
Qualification	:	B.Com
Expertise	:	She has over many years of experience in the field of management
Directorships in other Public Limited Companies	:	1. MEENA HOLDINGS LIMITED 2. MEENA HOMES LIMITED 3. SPML INFRA LIMITED 4. ADD URBAN ENVIRO LIMITED 5. SPML INFRAPROJECTS LIMITED

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Membership of Committees in : NIL
other Public Limited Companies
(includes only Audit and
Shareholders' /Investors'
Grievance Committee)

Name : Amitava Basu

Date of Birth : 22/08/1965

Date of Appointment : 18/06/2013

Qualification : Post Graduate in Electrical Engineering

Expertise : He has over 20 years experience in wind farm
developments and in power departments.

Directorships in other : 1. ADD TECHNOLOGIES (INDIA) LIMITED
Public Limited Companies : 2. MEENA HOMES LIMITED
3. ADD ECO-ENVIRO LIMITED
4. ADD INDUSTRIAL PARK (TAMIL NADU)
LIMITED

Membership of Committees in : 2
other Public Limited Companies
(includes only Audit and
Shareholders' /Investors'
Grievance Committee)

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