

Date: 06.12.2021

To,
All the Members of ASSOCHAM

NOTICE OF 101ST ANNUAL GENERAL MEETING

Notice is hereby given that the 101st Annual General Meeting of the Associated Chambers of Commerce and Industry of India shall be convened at **4.00 PM on 21st December, 2021 (Tuesday) through Video-conferencing or other Audio-Visual mode at New Delhi - 110001** to transact the following business:

ORDINARY BUSINESS ITEMS:

1. To consider and if thought fit, to pass with or without modification(s), the following Ordinary Resolution:

"RESOLVED THAT (i) [the Annual Audited Financial Statement as on 31st March 2021 and the Income and Expenditure Account for the year ended 31st March 2021](#); (ii) [the Report of the Managing Committee for the year ended 31st March 2021](#) and (iii) [the Report of the Auditors' on the accounts there on placed before the meeting be and are hereby adopted.](#)" [\[Click the Links \(i\), \(ii\) & \(iii\)\]](#)

2. To consider and approve 2 (TWO) names (MAIT & Victor Cables) out of 23 vacant seats of Ordinary members and for 3 (THREE) names (Mr. Hitender Mehta, Mr. S K Sarkar and Mr. Amitava Kothari) out of 3 vacant seats of Professional members in the Managing Committee.
3. To consider and approve the names of nominees of Promoter Chambers.

SPECIAL BUSINESS ITEMS:

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

"RESOLVED THAT Mr. Ajay Singh (DIN: 01360684), who is appointed as an Additional Director on the Board of Directors of the Company in terms of Section 161(1) of the Companies Act, 2013 (the 'Act') (including any statutory modification or re-enactment thereof for the time being in force) and whose term of office expires at ensuing Annual General Meeting, be and is hereby appointed as a Director in accordance with the provisions of Section 152 and any other applicable provisions of the Act and rules formed there under (including any statutory modification or re-enactment thereof for the time being

in force), to hold office for a term of 3 (Three) years w.e.f. 4th December, 2021 and that he shall not be liable to retire by rotation.”

5. To consider & if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

To consider, and if thought fit, to pass, with or without modification(s), the amendments in Articles of Association of ASSOCHAM and pass the following resolution in the Annual General Meeting of the members to be held on Tuesday, 21st December 2021 and the same be put before the members for their approval through Special Resolution.

“RESOLVED THAT pursuant to the provisions of Sections 14 and 15 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) read with Rules 19 and 33 of the Companies (Incorporation) Rules, 2014 and subject to the approval of the members/shareholders of ASSOCHAM and subject to such other approval/(s), permission/(s) and consent/(s) as may be required, the modified Articles of Association of ASSOCHAM be and are hereby altered as under:

- i. Article 2.2(iv) The Membership Development Committee will approve the admission of members which will be ratified by Managing Committee by simple majority of the members of the Managing Committee present and voting in the meeting for the time being. However, the Managing Committee may, at its sole discretion, reject, defer, keep pending any application for membership without assigning any reason. The decision of the Managing Committee shall be final and binding.
- ii. Article 2.3(i) The Membership Development Committee shall fix, revise and determine from time to time the amount of charges, fees, and subscription payable to ASSOCHAM by each category of member and recommend the Managing Committee for its approval.
- iii. Article 5.5.1 The Managing Committee shall meet together at least once in every six calendar months and not more than a period of 180 (One Hundred and Eighty) days shall elapse between two consecutive meetings for the dispatch of business and may adjourn or otherwise regulate its meetings and proceedings as it thinks fit or as may be required under the Act.
- iv. Article 5.8.2 (i) After every Annual General Meeting appoint from amongst the members, as recommended by SEC, a President, one Senior Vice President and one Vice President to assume and hold office from the date as may be decided by the Managing Committee for 12 months, and may also appoint not

more than four Deputy Presidents to assume and hold office from the date as may be decided by the Managing Committee for 12 months. However, all the aforesaid office bearers' term or tenure can be extended for a further period not exceeding 4 months with prior approval of SEC and Managing Committee.

- v. Article 7.1.2 The Annual General Meeting of ASSOCHAM shall be held within 15 (Fifteen) months from the last held Annual General Meeting. Pursuant to convening of the said Annual General Meeting, the new Managing Committee shall be constituted.
- vi. Article 8.1.2 – To be deleted
- vii. Article 8.2.2 – To be deleted

“RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to accept any addition/alteration in proposal//s) mentioned above, as may be required by the authorities concerned at the time of its approval.”

“RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of ASSOCHAM and also to delegate all or any of the above powers to one or more director(s) or the Company Secretary of ASSOCHAM and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

“RESOLVED FURTHER THAT a certified true copy of the resolution signed by any of the Director and/or the Company Secretary of ASSOCHAM may be provided to the concerned person/(s) interested in the matter.”

A copy of the Reports of the Managing Committee along with Audit Report and Audited Financial Statements is attached as link of Item No. 1 of the Agenda Items.

BY ORDER OF THE MANAGING COMMITTEE
For ASSOCIATED CHAMBERS OF COMMERCE AND INDUSTRY OF INDIA

Sd/-
(KUNTAL KAR)
COMPANY SECRETARY
ACS-16927



NOTES FOR MEMBERS' ATTENTION

1. The relative Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 in respect of special business of ASSOCHAM is set out above as Items 4 & 5.
2. Members attending the meeting, (if the same is being held physically) are requested to bring their duly filled admission/attendance slips sent along with the notice of Annual General Meeting.
3. Members intending to send their authorized representatives to attend the Meeting (if the same is being held physically) are requested to send a certified copy of the Board Resolution to ASSOCHAM authorizing their authorized representative to attend and vote on their behalf at the Meeting.
4. A Route Map along with Prominent Landmark for easy location to reach the venue of the meeting (if the same is being held physically) will be annexed herewith along with the NOTICE of Annual General Meeting.

BY ORDER OF THE MANAGING COMMITTEE
For **ASSOCIATED CHAMBERS OF COMMERCE AND INDUSTRY OF INDIA**

Sd/-
(KUNTAL KAR)
COMPANY SECRETARY
ACS-16927