

NOTICE

NOTICE IS HEREBY GIVEN THAT 01ST EXTRA ORDINARY GENERAL MEETING OF FINANCIAL YEAR 2020-21 OF THE MEMBERS OF INTEX TECHNOLOGIES (INDIA) LIMITED WILL BE HELD AT SHORTER NOTICE ON WEDNESDAY, THE 10TH DAY OF JUNE, 2020 AT 11:00 AM AT A-61, OKHLA INDUSTRIAL AREA, PHASE II, NEW DELHI 110020 TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS.

1. CONVERSION OF COMPANY INTO PRIVATE LIMITED COMPANY

To Consider and approve the conversion of the Company from Public to Private and to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of section 13, 14, 18 and any other applicable provisions of the Companies Act, 2013 read with Rule 41 of the Companies (Incorporation) Rules, 2014 (including any statutory modifications/or re-enactment thereof, for the time being in force) and subject to the approval of the Hon'ble Regional Director, Northern Region and other necessary approvals, if any required, consent of Shareholders of the Company be and is hereby accorded to convert the Company from 'Public Limited' to 'Private Limited' and consequently the name of the Company be changed from "INTEX TECHNOLOGIES (INDIA) LIMITED" to "INTEX TECHNOLOGIES (INDIA) PRIVATE LIMITED" by inserting the word 'Private' before the word 'Limited' and for substituting Clause I of the Memorandum of Association of the Company with the following clause:

The Name of the Company is **INTEX TECHNOLOGIES (INDIA) PRIVATE LIMITED.**"

"RESOLVED FURTHER THAT Mr. Narendra Bansal- Managing Director, Mr. Keshav Bansal-Whole Time Director, Mr. Karmveer-Director and Ms. Aishwarya Pande- Company Secretary of the Company be and are hereby severally and/or jointly authorized to do all such acts, deeds including but not limited to appointment of consultants to represent the Company before the Hon'ble Regional Director, Northern Region and other government authorities and other things as may be necessary or expedient to give effect to this resolution and sign and submit the necessary application/ petition, affidavits, documents etc. and to take all other steps as may be necessary for and in connection with the said conversion and to give effect to this resolution".

2. APPROVAL FOR ALTERATION IN NAME CLAUSE OF MEMORANDUM OF ASSOCIATION

To Consider and approve the alteration in the Memorandum of Association and to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act read with the relevant Rules made under The Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof), consent of Shareholders of the Company be and are hereby accorded to amend Clause I of the Memorandum of Association of the Company with the following Clause:

"The name of the Company is INTEX TECHNOLOGIES (INDIA) PRIVATE LIMITED"

“RESOLVED FURTHER THAT Mr. Narendra Bansal, Chairman & Managing Director, Mr. Keshav Bansal, Whole-time Director, Mr. Karmveer-Director and Ms. Aishwarya Pande, Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be considered necessary and incidental, including but not restricted to filing the necessary forms with Registrar of Companies, in order to give effect to the above said resolution.”

3. APPROVAL FOR ALTERATION IN THE ARTICLES OF ASSOCIATION

To Consider and approve the alteration in the Articles of Association and to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof from time to time), subject to approval and permission or sanction of the Registrar of Companies, Ministry of Corporate Affairs and such other appropriate authorities, as may be required, consent of the shareholders be and is hereby accorded that consequent to conversion of the Company from Public Company to Private Company, the Articles of Association of the Company be and hereby altered by inserting the following new clause in Article No. 3 (v) :

The Company is a Private Limited Company and accordingly –

- i.) restricts the right to transfer its shares;*
- ii.) limits the number of its members to two hundred:*

Provided that where two or more persons hold one or more shares in a company jointly, they shall, for the purposes of this clause, be treated as a single member:

Provided further that-

- a) persons who are in the employment of the company; and*
- b) persons who, having been formerly in the employment of the company, were members of the company while in that employment and have continued to be members after the employment ceased, shall not be included in the number of members; and*
- iii.) prohibits any invitation to the public to subscribe for any securities of the company.*

“RESOLVED FURTHER THAT Mr. Narendra Bansal, Chairman & Managing Director, Mr. Keshav Bansal, Whole-time Director, Mr. Karmveer-Director and Ms. Aishwarya Pande, Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be considered necessary or expedient to give effect to this resolution and also sign and file the necessary documents with the concerned authorities including Registrar of Companies, NCT of Delhi & Haryana.”

4. APPROVAL FOR ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION

To Consider and approve the alteration in object clause of Memorandum of Association and to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, consent of members of the company be and is hereby accorded for alteration of Clause III (A) of the Memorandum of Association by inserting following new clause 10, 11, 12, 13, 14 and 15 after the existing clause 9 as mentioned herein below:

10. To carry on the business, whether within or outside India, the business of ,manufacture, assemble, repair, buy, sell, import, export, hire, exchange, alter or improve or otherwise deal in all kinds of electrical goods, instruments, appliances and apparatus of every kind and description including lighting fittings, switchgear, motors, fans ,machinery and equipment, transformers, all parts, components, accessories and raw materials and all articles, goods and things required for or capable of being used for, or in connection with the generation, transformation, propagation, distribution, supply, measurement, accumulation and employment of electricity, heat, light, gas, atomic, solar and other power for any purposes whatsoever.

11. To carry on in India or anywhere in the world, the business of manufacturing, buying, selling, importing, exporting, trading, testing, distribution, stocking, registering, packing, marketing and generally dealing in all types of face masks, hand sanitizers, thermometers, surgical, medical, scientific equipment and devices, diagnostic & testing kits, goggles and gloves.

12. To carry on the business, whether within or outside India, the business of collection, segregation, transportation, trading, processing, composting, recycling, dismantling , disposal and treatment of all types of waste (whether solid, liquid or gaseous substances) including electronic waste (e waste), plastic waste, vehicle scrap waste, bio-medical waste, hazardous waste, sewage, etc. and to undertake use, sale, marketing,purchase,trading, and/or distribution of all products and by-products that are generated in the process of treatment or disposal of all types of waste and waste products including generating energy and/or heat from the process of incineration, gasification, pyrolysis, anaerobic digestion from waste and waste products

13.To carry on the business, whether within or outside India, the business of manufacturing, buying, selling, importing, exporting, trading, testing, distribution, commissioning, supply, stocking, marketing of Electric vehicle i.e. two, three, four, and multi wheeler including charging station for electric vechicles, Electric bicycle, E-cart, Electric Cars, Electric Buses, Electric heavy weight vechicles, and spare parts thereof of any equipment like motors, controllers, power trains, Batteries or any advanced energy storage devices like Lithium battery, super capacitors, GPS system and its variants which can store energy in form of Electrical, Chemical, and Mechanical form

14. To carry on the business, whether within or outside India, the business of manufacture, fabricate, assemble, buy, sell, import, export, distribute, and deal in, automobiles, motorcars, lorries, buses, vans, motorcycles, cycle-cars, motor, scooters, carriages, and vehicles suitable for propulsion on land, sea, or in the air or in any combination thereof and vehicles of all descriptions, whether propelled or assisted by means of petrol, diesel, spirit, steam, gas, electrical, animal, or other power, and of internal combustion and other engines, chassis-bodies

and other components, parts and accessories and all machinery, implements, utensils, appliances, apparatus, lubricants, solutions enamels and all things capable of being used for, in, or in connection with maintenance and working of motors and services thereof.

15. To carry on the business, whether within or outside India, the business of agriculture in all their respective forms and branches and to grow, produce, manufacture, process, prepare, refine, mine, buy, sell, exchange, distribute, assign, import, export or otherwise deal in all kind of agricultural, and farm produce and products, including food grains, cereals, pulses, seeds, plants, foods and food products including all classes and kinds of fertilisers, organic fertilisers, inorganic fertilisers, agricultural chemicals, manures, their mixtures and formulations and all classes and kinds of chemicals, source materials, ingredients, mixtures derivatives and compounds thereof.

"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to take such steps and to do all such other acts and deeds as it may deem fit and appropriate and as may be necessary to settle any question, difficulty or doubt that may arise in regard to the said resolution."

By order of the Board
For Intex Technologies (India) Limited




Aishwarya Pande
Company Secretary

Address: S-703, Ajnara Gen.x,
Crossing Republik,
Ghaziabad-201016

Date: 03.06.2020

NOTES:

1. A member entitled to attend and vote at the Extra Ordinary General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, should be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

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.

2. Members and Proxies should bring the attendance slip duly filled for attending the meeting. Corporate members are requested to send a duly certified copy of the board resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Extra Ordinary General Meeting.
3. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business under Item No. 1 to 4 of the Notice, is annexed hereto.
4. Members are requested to notify change in address, if any, immediately to the Company.
5. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars and other communications from the Company electronically.
6. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company during the office hours on all working up to the date of the Extra-Ordinary General Meeting.
7. The Register of Directors and Key managerial Personnel and their shareholding, maintained u/s 170 of the Companies Act, 2013 and Register of Contract or Arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013 and all the documents referred to in the accompanying notice and explanatory statement shall be available for inspection at the registered office of the Company during the office hours on all working days upto the date of the Extra-Ordinary General Meeting.
8. The proxy form, attendance slip and route map along with prominent landmark for easy location to reach the venue of above mentioned Extra-Ordinary General Meeting is attached herewith.
9. The route map of venue of above mentioned Extra-Ordinary General Meeting is attached herewith.
10. The Consent for Shorter Notice is annexed herewith.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO.1.

The Board and shareholders at their meeting held on 05.02.2020 and 28.02.2020 respectively, has accorded its approval for the Conversion of Company into Private Company but due spread of Covid-19 to pandemic levels, Government of India, w.e.f. 25.03.2020, has extended nationwide complete lockdown, in lieu of which the management had to hold the process of Conversion.

It is to apprise further that, presently lockdowns and restrictions are relaxed by the government, and company is in position to start its economic activity once again, considering the present scenario, and after some due deliberations, the management has once again decided to consider the proposal for conversion of Company into Private Limited Company, to avoid unnecessary formalities and to obtain privileges which are available to the private limited companies under the companies Act, 2013 which would help the management to carry out its affair efficiently and economically.

As per the provisions of the Companies Act, 2013, consent of the members by way of special resolution is required for conversion of the company to a private limited Company.

The members are requested to note that the requirement is subject to the approval of the Hon'ble Regional Director, and other necessary approvals, if any required.

None of the directors and KMP or their relatives is anyway concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the company.

The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval by the shareholders.

ITEM NO. 2

In view of conversion of the Company to a private limited company, the name clause of the Memorandum of the Company is required to be amend, and consequently the name of the Company will change from "INTEX TECHNOLOGIES (INDIA) LIMITED" to "INTEX TECHNOLOGIES (INDIA) PRIVATE LIMITED.

In terms of Section 13 of the Companies Act, 2013, consent of the members by way of special resolution is required for amendment of the Memorandum of Association of the Company. The Board has approved the amendment at its meeting held on 03.06.2020.

A copy of proposed set of Memorandum of Association of the company would be available for inspection for the members at the Registered Office of the Company during the office Hours on all working days up to the date of the Extra-Ordinary General Meeting.

None of the directors and KMP or their relatives is anyway concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the company.

The Board recommends the Special Resolution set out at Item No. 2 of the Notice for approval by the shareholders.

ITEM NO. 3

As it is proposed to convert the company into a private limited company, it is considered expedient to adopt new Articles of Association in place of existing Article of Association of the Company applicable to a private limited Company.

A copy of proposed set of Article of Association of the company would be available for inspection for the members at the Registered Office of the Company during the office Hours on all working days up to the date of the Extra-Ordinary General Meeting.

None of the directors and KMP or their relatives is anyway concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the company

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the Shareholders.

ITEM No 4

Your company intends to expand and diversify its present scope of operations and it is proposed to venture into new activities (as mentioned in resolution stated at Item No. 4 of the Notice) of which have good potential with respect to the future prospects of the company. The proposed alteration to the main objects of the memorandum of association shall enable the company to expand its activities and venture into new areas of business. The Board of Directors, at their meeting held on 03.06.2020 decided to alter the main objects of the Company by inserting new Clause 10, 11, 12, 13, 14 and 15 after the existing Clause 9 in the Clause III A of the Memorandum of Association as set out in the resolution.

In terms of Section 13 of the Companies Act, 2013 approval of members in general meeting by way of special resolution is required to alter Memorandum of Association of the Company.

The Members are therefore requested to approve, by passing a special resolution, alteration in the main object clause of the Memorandum of Association as proposed in accompanying resolution. The Board commends the Special Resolution set out at Item No. 4 of the Notice for approval by the Shareholders.

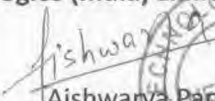
Copy of proposed set of Memorandum of Association of the company and other documents referred in the notice shall remain open for inspection by the members at the registered office of the Company during normal business hours on all working days up to the date of the Extra-Ordinary General Meeting.

None of the Directors of the Company and their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Date: 03.06.2020

By order of the Board
For Intex Technologies (India) Limited


Aishwarya Pande
Company Secretary

Address: S-703, Ajnara Gen.x,
Crossing Republik,
Ghaziabad-201016



ATTENDANCE SLIP

INTEX TECHNOLOGIES (INDIA) LIMITED
CIN: U72300DL1996PLC075672
Regd. Office: A-61, Okhla Industrial Area,
Phase-II, New Delhi 110 020
Website: www.intex.in
Tel: +91 011 41610224, 43192200
Fax +91 011 41610221, 41600190

01st EXTRA-ORDINARY GENERAL MEETING OF 2020-21

I, We hereby accord my/our presence at the 01st Extra-ordinary General Meeting 2020-21 of the Company at A-61, Okhla Industrial Area, Phase- II, New Delhi- 110020 on Wednesday, 10th Day of June, 2020, at 11.00 a.m.

..... Member Folio No Member's/ Proxy Name in Capital Letters Members/ Proxy Signature
--------------------------	--	-----------------------------------

Note:

Please complete the Folio No. and name, sign the attendance slip and handover at the attendance verification counter at the meeting hall.

PROXY FORM

INTEX TECHNOLOGIES (INDIA) LIMITED
CIN: U72300DL1996PLC075672
Regd. Office: A-61, Okhla Industrial Area,
Phase-II, New Delhi 110 020
Website: www.intex.in
Tel: +91 011 41610224, 43192200
Fax +91 011 41610221, 41600190

I, We being the member(s) of Equity Shares of the above named company appoint:

1) Name: Address

Email ID Signature.....or falling him;

2) Name: Address

Email ID Signature.....or falling him;

As my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 01st Extra-Ordinary General Meeting of 2020-21 of the Company to be held at A-61, Okhla Industrial Area, Phase- II, New Delhi- 110020 on Wednesday, 10th Day of June at 11.00 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	RESOLUTIONS	FOR	AGAINST
SPECIAL BUSINESS			
1.	Conversion of Company into Private Limited Company		
2.	Approval for Alteration in Name Clause of the Memorandum of Association		
3.	Approval for Alteration in the Articles of Association		
4.	Approval for Alteration in Object Clause of the Memorandum of Association		

Signed this day of 2020

Signature of shareholder

Signature of Proxy holder

Affix
Revenue
Stamp of Rs.
1

Notes:

1. 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.
2. For the resolutions, explanatory statements and notes please refer to the Notice of 01st Extra-Ordinary General Meeting of 2020-21.
3. Please complete all details including details of member(s) in the above box before submission.

**Consent by shareholder for shorter notice
[Pursuant to section 101(1) of the Companies Act, 2013]**

Date:

To,
The Board of Directors
Intex Technologies (India) Limited
Add: A-61, Okhla Industrial Area,
Phase-2, New Delhi-110020

I,, son/ daughter of Mr., Resident of
....., holding Equity Shares of Rs. 10/-
each in the company in my own name hereby give my consent pursuant to section 101(1) of the
Companies Act, 2013 to hold the Extra Ordinary General Meeting of the Company on 10th June, 2020
at the shorter notice.

(Member)

VENUE ROUTE MAP:

Intex Technologies (India) Limited

CIN: U72300DL1996PLC075672

Regd. Office: A-61, Okhla Industrial Area,
Phase-II, New Delhi 110 020

