



NATIONAL INVESTMENT AND INFRASTRUCTURE FUND TRUSTEE LIMITED

NOTICE OF THE FIRST (1st) ANNUAL GENERAL MEETING

**To,
The Members;
Board of Directors; and
Statutory auditors;**

Notice is hereby given that the First (1st) Annual General Meeting of the Members of National Investment and Infrastructure Fund Trustee Limited will be held on Monday, the 19 December, 2016 at 11:30 a.m. (IST) at Room No. 131-A, North Block, New Delhi-110001, to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet and Profit and Loss Account of the Company along with Cash Flow Statement for the Financial Year Started on October 7, 2015 and ended March 31, 2016 and the reports of the Directors' and Auditor's thereon.

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

"**RESOLVED THAT** the audited annual financial statements of the Company which include the Balance Sheet as at March 31, 2016, the Statement of Profit & Loss for the financial year ended March 31, 2016, Cash Flow Statement for the year then, together with notes appended thereto, the Directors' Report, Auditors' Report thereto be and are hereby received, considered and adopted".

2. To appoint Statutory Auditors and fix their remuneration and, in that behalf, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:-

"**RESOLVED THAT** pursuant to the provisions of section 139 & other applicable provisions of the Companies Act, 2013, the Board of Directors be and are hereby authorized to appoint Statutory Auditors as per the directions of the Comptroller and Auditor General of India for the Financial Year 2016-2017 and that the Auditors so appointed shall hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company and that the Board of Directors of the Company be and are hereby also authorized to decide on the remuneration payable to the Auditors as per the recommendation of the Board and inform the same to the Comptroller and Auditor General of India."

Date : 16.12.2016
Place : New Delhi, India

By order of the Board of Directors

**Saurabh Garg
Director**

DIN: 02603725

**Address: QTR No. A1, Type 6A,
1st Floor Block 4, New MotiBagh,
New Delhi - 110 021, India**

Registered Office: Room No. 166-D, North Block, New Delhi, 110 001
CIN: U74900DL2015GOI287894 | Email: js-inv@nic.in | Phone: 011- 23092420



NATIONAL INVESTMENT AND INFRASTRUCTURE FUND TRUSTEE LIMITED

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING 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.** A member entitled to attend and vote at the meeting is entitled to appoint a proxy, who need not be a member of the Company, to attend and vote instead of himself. Proxies in order to be effective must be lodged with the Company at any time before the meeting. The Proxy Form is annexed hereto as **Annexure I**.
2. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed hereto as **Annexure II** to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.
3. In case of corporate shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Act for such representation may please be forwarded to the Company.
4. The documents related to matters set out in the notice shall be open for inspection at the registered office of the Company during normal business hours on all working days up to and including the date of 1st Annual General meeting of the Company.
5. The Route Map of the venue of the Annual General Meeting as given below, forms part of this Notice.



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ANNEXURE I:

PROXY FORM - MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: NATIONAL INVESTMENT AND INFRASTRUCTURE FUND TRUSTEE LIMITED
(CIN No.U74900DL2015GOI286179)

Registered Office: Room No. 166 – D, North Block, Central Delhi – 110 001, New Delhi, India

Name of the Member (s): _____ residing at/having registered office at _____ & E-mail Id: _____ bearing Folio No. _____.

I / We, being the member(s) of _____ (In words _____) equity shares of **NATIONAL INVESTMENT AND INFRASTRUCTURE FUND TRUSTEE LIMITED** hereby appoint –

1. Name: _____
Address: _____
E-mail Id: _____ Signature: _____, or failing him / her

2. Name: _____
Address: _____
E-mail Id: _____ Signature: _____, or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the First Annual General Meeting of the Company, to be held on Monday, December 19, 2016 at the Room No. 131A North Block, New Delhi-110001 at 11:30 A.M (IST) and at any adjournment thereof, in respect of resolutions set out in the Notice convening the meeting.

**Affix Re. 1
Revenue**

Signed this ___ day of _____, 2016

Signature of Shareholder (s)

Signature of Proxy Holder (s)

Note: This form of proxy in order to be effective, should be duly stamped, executed and deposited at the registered office of the Company before 48 hrs to the commencement of the Meeting.

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ANNEXURE II:

ATTENDANCE SLIP

(Please complete this attendance slip and hand it over at the entrance of the venue)

I hereby record my presence at the First Annual General Meeting of M/s NATIONAL INVESTMENT AND INFRASTRUCTURE FUND TRUSTEE LIMITED on Monday, December 19, 2016 at the Room No. 131A North Block, New Delhi-110001 at 11:30 A.M (IST).

Full Name of the Shareholder/ Authorized representative :

Residential Address :

Folio No :

No. of Shares held :

Name of Proxy (if any) :

Signature of the Shareholder/Proxy/
Corporate Representative*

* Strike out whichever is not applicable

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