

NOTICE

NOTICE IS HEREBY GIVEN THAT THE EIGHTH ANNUAL GENERAL MEETING OF THE MEMBERS OF INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED WILL BE HELD ON THURSDAY 20TH JUNE 2013 AT 5.00 P.M. AT IIFCL BOARD ROOM, 8TH FLOOR, HT HOUSE, 18&20, K.G. MARG, NEW DELHI.

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Eighth Audited Balance Sheet as on 31st March 2013 and the Profit and Loss Account for the year ended 31st March 2013 and the director's report thereon.
- 2) To declare Interim Dividend @ 8% (eight percent) (i.e. ₹ 0.80 per equity share of face value of ₹ 10/- each) on the paid-up equity share capital of ₹ 2900 crore amounting to ₹221,12,87,671 (Rupees two hundred twenty one crores twelve lacs eighty seven thousand six hundred and seventy one) as Final Dividend during Financial Year 2012-13.
- 3) Pursuant to Section 619(2) of Companies Act, 1956, the Auditors of a Government Company are to be appointed or re-appointed by the Comptroller and Auditor General of India (C&AG) and in terms of Section 224(8)(aa) of the Companies Act, 1956, their remuneration has to be fixed by the Company in Annual General Meeting. The Members of the Company in the 7th Annual General Meeting held on Friday, 29th June 2012 had authorized the Board of Directors to fix the remuneration of Statutory Auditors for the financial year 2012-13. Accordingly, the Board of Directors had fixed audit fee of ₹6 lacs (Rupees Six lacs only) plus service tax for audit of the Financial Year 2012-13 and ₹ 1.50 lacs (Rupees One lac fifty thousand only) (plus service tax) @ 25% of the proposed audit fees of ₹ 6 lacs (Rupees Six lacs only) towards audit of consolidated annual accounts of company for the year 2012-13 for the Statutory Auditors aggregated as the Statutory audit fee of ₹ 7.5 lakh plus service tax.
The Statutory Auditors of the Company for the year 2013-14 will be appointed by C&AG of India. The members may authorize the Board of Directors to fix an appropriate remuneration of Auditors as may be deemed fit by the Board.

**By Order of the Board of Directors
FOR INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED**

**RAJEEV MUKHIJA
GENERAL MANAGER-CFO & CS**

**Place: New Delhi
Date: 29.05.2013**

REGISTERED OFFICE

8th Floor, HT House,
18 & 20 Kasturba Gandhi Marg,
New Delhi-110001

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 THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2) PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING