

## **NOTICE**

NOTICE is hereby given that an Extra Ordinary General Meeting(EGM) of the Members of Intertec Technologies Limited will be held at its Registered office situated at No.28, Shankar Mutt Road, Bangalore-560 004 on Friday 20<sup>th</sup> January 2023 at 11:00AM to transact the following business:-

### **ORDINARY BUSINESS**

#### **1. APPOINTMENT OF STATUTORY AUDITORS TO FILL CASUAL VACANCY:**

To consider and if thought fit to pass with or without modifications(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 including any statutory amendment(s) thereof, and pursuant to the recommendation of the Audit Committee as well as of the Board of Directors, M/s B.N.Subramanya & Co., Chartered Accountants (Firm Registration No. 004142S), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/S Anand Amarnath & Associates, Chartered Accountants Bangalore (Firm Regn No:000121S)”.

“RESOLVED FURTHER THAT B.N.Subramanya & Co., Chartered Accountants (Firm Regn No.004142S) be and are hereby appointed as Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2023 on such remuneration as may be fixed by the Board of Directors in consultation with them.”

Place: Bangalore

Dated: 28th December 2022

By Order of the Board of Directors  
For INTERTEC TECHNOLOGIES LIMITED

**T. S. RAVI CHANDAR**

MANAGING DIRECTOR [DIN-01684760]  
28, Shankar Mutt Road, Bangalore-560 004

## NOTE(S):

1. The Explanatory Statement pursuant to Section 102 of the Companies Act 2013 stating all material facts and the reasons for the proposal is annexed hereto.
2. Members of the Company being corporate are entitled to appoint their authorized representatives to attend and vote at the meetings as per Section 113 of the Companies Act, 2013.
3. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote, on a poll, instead of himself and the proxy need not be a member of the company. Proxy form, in order to be effective, must be received at the registered office of the company not less than forty eight hours before the time fixed for the meeting. A proxy form is enclosed for this purpose.
4. The facility of voting through ballot paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e - voting shall be able to exercise their right to vote at the Meeting through ballot paper.
5. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting.
6. The Notice of the Extra Ordinary General Meeting is uploaded on the Company's website [www.intertec1.com](http://www.intertec1.com) and may be accessed by the members.
7. The Board of directors has appointed Mr. Sunil Mallappa Desur, Practicing Company Secretary (Membership No.50104) as the Scrutinizer to scrutinize the voting at the meeting in a fair and transparent manner.

Place: Bangalore

Dated: 28th December 2022

By Order of the Board of Directors  
For INTERTEC TECHNOLOGIES LIMITED  
**T. S. RAVI CHANDAR**  
MANAGING DIRECTOR [DIN-01684760]

**EXPLANATORY STATEMENT IN PURSUANT TO SECTION 102 OF  
THE COMPANIES ACT, 2013:**

Resolution: **Item No. 1:**

M/s. Anand Amarnath & Associates, Chartered Accountants Bangalore(Firm Reg No. 000121S ) have tendered their resignation from the position of Statutory Auditors for the financial year 2022-23 due to the partner's inability to travel from Huballi, resulting in a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Audit Committee and Board of Directors of the Company recommended that M/s. B.N.Subramanya & Co., Chartered Accountants, (Firm Registration No. 004142S), Bangalore be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Anand Amarnath & Associates, Chartered Accountants Bangalore.

M/s. B.N.Subramanya & Co, Chartered Accountants(Firm Registration No. 004142S) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

**Credentials:** M/s. B.N. Subramanya& Associates, is a established chartered accountancy firm, having been set up in the year 1993. The firm is head quartered in Bangalore with its operations adequately supported by qualified professionals and staff.

Place: Bangalore

Dated: 28<sup>th</sup>December 2022

By Order of the Board of Directors  
**For INTERTEC TECHNOLOGIES LIMITED**  
**T. S. RAVI CHANDAR**  
MANAGING DIRECTOR[DIN-01684760]  
28, Shankar Mutt Road, Bangalore-560 004

## **PROCEDURE FOR REMOTE E-VOTING**

- I. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. However, in pursuant to MCA circular No. 02/2022 Dated 05/05/2022 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The remote e-Voting period commences on 17/1/2023 at 9:00AM and ends on 19/1/2023 at 5:00PM.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@Kfintech.com](mailto:evoting@Kfintech.com). However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.”
- viii. The details of the process and manner for remote e-Voting are explained herein below:
  - Step 1 : Access to Depositories e-Voting system in case of individual shareholders.
  - Step 2 : Access to KFintech e-Voting system in case physical and non-individual shareholders.

## Details on Step 1 are mentioned below:

- i) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
<u>Individual Shareholders holding securities in demat mode with NSDL</u>	<p><b>1. User already registered for IDeAS facility:</b></p> <ul style="list-style-type: none"><li>I. Visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li><li>II. Click on the “Beneficial Owner” icon under “Login” under 'IDeAS' section.</li><li>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</li><li>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</li></ul> <p><b>2. User not registered for IDeAS e-Services</b></p> <ul style="list-style-type: none"><li>I. To register click on link : <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li><li>II. Select “Register Online for IDeAS” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>III. Proceed with completing the required fields.</li><li>IV. Follow steps given in points 1</li></ul> <p><b>3. Alternatively by directly accessing the e-Voting website of NSDL</b></p> <ul style="list-style-type: none"><li>I. Open URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li><li>II. Click on the icon “Login” which is available under 'Shareholder/Member' section.</li><li>III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</li><li>IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</li></ul>

<p><u>Individual Shareholders holding securities in demat mode with CDSL</u></p>	<p><b>1. Existing user who have opted for Easi / Easiest</b></p> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Click on New System Myeasi</li> <li>III. Login with your registered user id and password.</li> <li>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e.KFintech e-Voting portal.</li> <li>V. Click on e-Voting service provider name to cast your vote.</li> </ol> <p><b>2. User not registered for Easi/Easiest</b></p> <ol style="list-style-type: none"> <li>I. Option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>II. Proceed with completing the required fields.</li> <li>III. Follow the steps given in point 1</li> </ol> <p><b>3. Alternatively, by directly accessing the e-Voting website of CDSL</b></p> <ol style="list-style-type: none"> <li>I. Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>II. Provide your dematAccount Number and PAN No.</li> <li>III. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the dematAccount.</li> <li>IV. After successful authentication, user will be provided links for the respective ESP, i.e.<b>KFintech</b> where the e- Voting is in progress.</li> </ol>
<p><u>Individual Shareholder login through their demat accounts / Website of Depository Participant</u></p>	<ol style="list-style-type: none"> <li>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</li> <li>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</li> <li>III. Click on options available against company name or e-Voting service provider – <b>Kfintech</b> and you will be redirected to e-Voting website of <b>KFintech</b> for casting your vote during the remote e-Voting period without any further authentication.</li> </ol>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: <b>1800 1020 990</b> and <b>1800 22 44 30</b>
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at <b>022- 23058738</b> or <b>022-23058542-43</b>

**Details on Step 2 are mentioned below:**

**II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

{A} Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN) 7128, USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice

to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the “EVEN” i.e., “7128-AGM” and click on “Submit”
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the EGM on its behalf and to cast its vote through remote e-voting. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id [pcs.acs@gmail.com](mailto:pcs.acs@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format “INTERTEC-7128”

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently, Notice of EGM and e-voting instructions cannot be serviced, will have to follow the following process:

- I. Members who have not registered their email address and in



consequence the Notice of EGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

- ii. Alternatively, member may send an e-mail request at the email id [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.
- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

**Details on Step 3 are mentioned below:**

- I. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the EGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the EGM shall be treated as invalid.

**OTHER INSTRUCTIONS**

- I. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact Mr.Rajesh Dharma, at [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFintech's toll free No. 1-800-3454-001 for any further clarifications.
- II. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 13<sup>th</sup> January, 2023, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- III. In case a person has become a Member of the Company after dispatch of EGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
  - I. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting

Event Number+Folio No. or DP ID Client ID to 9212993399

1. Example for NSDL:
  2. MYEPWD <SPACE> IN12345612345678
  3. Example for CDSL:
  4. MYEPWD <SPACE> 1402345612345678
  5. Example for Physical:
  6. MYEPWD <SPACE> XXXX1234567890
- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. Members who may require any technical assistance or support before or during the EGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at [evoting@kfintech.com](mailto:evoting@kfintech.com) .
- IV. The results of the electronic voting shall be declared to the Stock Exchanges after the EGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

## Intertec Technologies Limited

CIN :U85110KA1989PLC010456

28, Shankar Mutt Road Bangalore-560004

Tel.: +91- 80-26611317;Email: cs@intertec1.com

Website: www.intertec1.com



### ATTENDANCE SLIP

Serial No.:

I/We.....R/o.....

..... hereby record my/our presence at the Extraordinary General Meeting of the Company on Friday, 20<sup>th</sup> day of January, 2023 at 11 A.M at .

Reg. office of the company at No.28, Shankar Mutt Road, **Bangalore-560 004.**

Folio No. or (DPID, Client Id):	No. of Shares:
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Signature of shareholder(s)/proxy

**Please the attendance slip to the meeting hall and hand it over at the entrance**

### PROXY FORM

Name of the member (s):	No. of Shares Held: Folio No. DP ID*: Client ID*:
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\*Applicable for investors holding shares in electronic form.

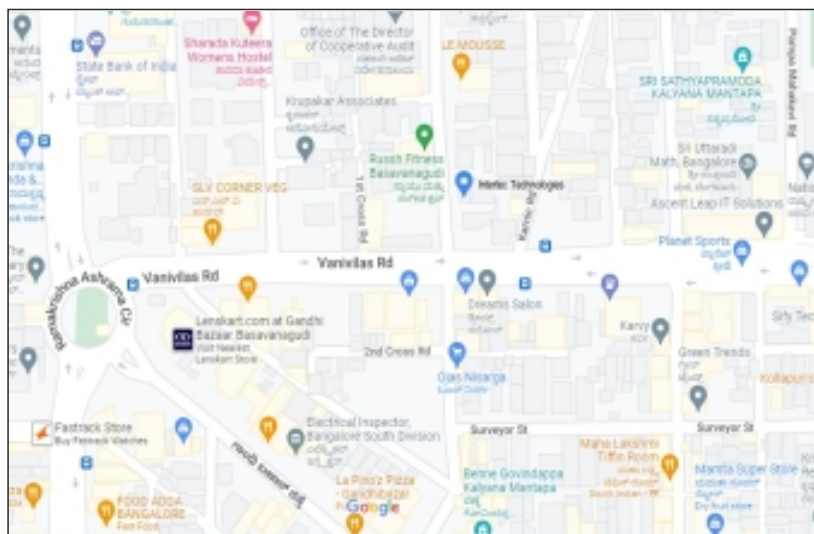
I/We being Member/s of Intertec Technologies Limited hereby appoint .....failing him Shr: as my/our proxy to vote for me / us on my / our behalf at the Extraordinary General Meeting of the Company to be held at **11.00 AM on Friday 20<sup>th</sup> Jan 2023**, at **No. 28, Shankar Mutt Road, Basavanagudi, Bangalore-560 004**, and at any adjournment thereof.

Signed:

Date: ---- day of January 2023

#### **NOTES:**

1. A Member may vote 'For' or 'Against' each resolution. Please put a tick in the Box in the appropriate column either 'For' or 'Against' the resolutions. If you leave the 'For' or 'Against' column blank in respect of the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
2. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.
3. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at 28, Shankar Mutt Road, Bangalore-560004, not less than 48 hours before the meeting.



**- BOOK POST -**

To:



If Undelivered Please Return to:  
INTERTEC TECHNOLOGIES LTD  
No.28, Shankar Mutt Road,Basavanaguid  
Bangalore-560 004