

NOTICE

Notice is hereby given that the 22nd Annual General Meeting of the Members of **Intertec Technologies Limited**, (Formerly Intertec Communications Limited) will be held at 10:00 AM on Wednesday, 28th September 2011, at Manandi Samskriti Sadana, #317, 9th Main, Opp 42nd Cross, 5th Block, Jayanagar, Bangalore – 560 041 to transact the following business: -

1. To receive, consider and adopt the Balance Sheet as at March 31, 2011 and the Profit and Loss Account for the year ended on that date and the Report of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. B.K.Amarnath who retires by rotation and being eligible for re-appointment, offers himself for reappointment.
3. To appoint a Director in place of Mr. T.S.Ravichandar who retires by rotation and being eligible for re-appointment, offers himself for reappointment.
4. To appoint H M V Murthy & Co Chartered Accountants retiring Auditors to hold office from conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

SPECIAL BUSINESS

5. To consider and if thought fit, to pass with or without modification, the following as an Ordinary Resolution:

RESOLVED THAT, pursuant to applicable provisions of the Companies Act, 1956, and Subject to the Articles of Association of the Company, Mr. K.S. Ekalavya be and is hereby appointed as Director of the Company, who is liable to retire by rotation.

RESOLVED FURTHER THAT, all directors of the Company be and are hereby severally authorised to file Form 32 and such other documents with the Registrar of Companies, Karnataka, intimating the intimating the above change in the Board.

Intertec Technologies Limited

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

RESOLVED THAT, pursuant to applicable provisions of the Companies Act, 1956, and Subject to the Articles of Association of the Company, Mr. R.Prithiviraj be and is hereby appointed as Director of the Company, who is liable to retire by rotation.”

RESOLVED FURTHER THAT all directors of the Company be and are hereby severally authorised to file Form 32 and such other documents with the Registrar of Companies, Karnataka, intimating the intimating the above change in the Board.

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

RESOLVED THAT pursuant to applicable provisions of the Companies Act, 1956, and Subject to the Articles of Association of the Company, Mr.Subramanyam be and is hereby appointed as Director of the Company, who is liable to retire by rotation.”

RESOLVED FURTHER THAT all directors of the Company be and are hereby severally authorised to file Form 32 and such other documents with the Registrar of Companies, Karnataka, intimating the intimating the above change in the Board..

NOTES:

1. A member entitled to attend and vote, is entitled to appoint a proxy to attend and vote instead of him/her self and the proxy need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the Registered office of the Company at least 48 hours before the commencement of the meeting, in order to be effective.
 2. The register of members and share transfer books of the Company will remain closed from September 23, 2011 to September 28, 2011 (both days inclusive).
 3. Members are requested to notify change in their address to the Company's Share Transfer Agent, M/s Karvy Computershare Private Limited, 17-24, Beside Image Hospital, Vittal Rao Nagar, Madhapur, Hyderabad – 500 081 immediately.
-

Intertec Technologies Limited

4. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.

5. Members who hold shares in dematerialized form are requested to write their Client ID and DPID and those who hold shares in Physical form are requested to write their Folio Number in the Attendance Slip for attending the meeting.

For and on behalf of the Board

Place: Bangalore
Date: 3rd September 2011

T.S. RAVI CHANDAR
Managing Director

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956:

Item 5.

Mr. K.S.Ekalavya is a MBA (Finance) Post graduate spanning a rich experience of over 10 years in Merchant Banking.

Mr.K.S. Ekalavya was allotted 5,14,285 Equity Shares on a preferential basis during the EGM held on 6/12/2010. Mr.Ekalavya is at present the CEO of Intertec's wholly owned subsidiary Cimotec Hydromachines (P) Ltd.. Accordingly, it is proposed to appoint K.S.Ekalavya as a Director of the company.

None of the Directors of the Company is concerned or interested in the resolution. The Board of Directors commends the resolution for your approval.

Item 6

Mr. R.Prithviraj is a MBA, and also a qualified Law graduate and also an entrepreneur with a rich experience of 30 years in the field of manufacturing industries. Mr R Prithvi Raj was allotted 2,928,57 Equity Shares on a preferential basis during the EGM held on 6/12/2010.

Accordingly, it is proposed to appoint R.Prithviraj as a Director of the company.

None of the Directors of the Company is concerned or interested in the resolution. The Board of Directors commends the resolution for your approval.

Item 7

Mr. Subramanyan is a qualified Chemical engineer and a successful entrepreneur with a rich experience of 30 years. Mr Subramanyam was allotted 439286 Equity Shares on a preferential basis during the EGM held on 6/12/2010.

Accordingly, it is proposed to appoint Subramanyan as a Director of the company.

None of the Directors of the Company is concerned or interested in the resolution. The Board of Directors commends the resolution for your approval.

For and on behalf of the Board

Place: Bangalore
Date: 3rd September 2011

T.S. RAVI CHANDAR
Managing Director