

MPS Infotecnics Limited

CIN: L30007DL1989PLC131190
An ISO 9001 - 2008 Company



Date: September 11th, 2019

To,
Bombay Stock Exchange Limited,
25th, Floor, P.J. Towers, Dalal Street
Fort, Mumbai-401 001

To,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G, Bandra Kurla
Complex, Bandra (E), Mumbai- 400 051

Security Code: 532411

NSE Symbol: VISESHINFO

Sub: Notice under Section 160 of the Companies Act, 2013

Dear Sir / Ma'am,

Notice is hereby given that the Company has received a notice pursuant to Section 160 of the Companies Act, 2013, read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014 from M/s. Mediamagic Telecommunication Private Limited having Registered Office at 9929-9935, K L Gupta Shopping Complex, New Rohtak Road, Sarai Rohilla, Delhi Central Delhi-110005, member of the Company, proposing the candidature of Mr. Ram Niwas Sharma as Non-Executive, Non-Independent Director & Mr. Shatrughan Sahu for appointment as an Independent Director, on the Board of Directors of MPS Infotecnics Limited at the ensuing 30th Annual General Meeting scheduled to be held on September 30th, 2019.

It may be noted that the business for the appointment of Mr. Ram Niwas Sharma & Mr. Shatrughan Sahu as Directors of the Company will be placed before the Members for their approval at the ensuing Annual General Meeting, which will be an additional item to be transacted at the ensuing Annual General Meeting, apart from the items as contained in the Notice of Annual General Meeting as circulated along with Annual report of MPS Infotecnics Limited for the Financial Year 2018-19 on September 6th, 2019.

The Members are requested to take note of the above Notice & cast their vote either at the AGM or by remote-voting.

Further pursuant to Regulation 47(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 we are enclosing herewith Copies of Newspaper Publication in Business Standard (English & Hindi edition) with regard to intimation to members of the Company of above Notice from M/s. Mediamagic Telecommunication Private Limited.

SPECIAL BUSINESS:

Item No. 6: Appointment of Mr. Shatrughan Sahu (DIN: 00343726) as an Independent Director of the Company.

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 149, 160, Schedule IV, the Companies (Appointment and Qualifications of Directors) Rules, 2014 and all other applicable provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations, 2015') (including any statutory modification(s) or re-enactment(s)

Corporate Office : B-55, Sector - 65, Noida (U.P.)-201301

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19, Barakhamba Road, New Delhi-1

Ph.: 011-43571044, Fax: 011-43571047

E-mail : info@viseshinfo.com

thereof, for the time being in force), Mr. Shatrughan Sahu (DIN: 00343726), in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying its intention to propose Mr. Shatrughan Sahu as a candidate for the office of Independent Director of the Company & who has submitted his Consent pursuant to Section 152 (5) and Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 & a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act & Regulation 16 (1) (b) of the Listing Regulations, 2015, be and is hereby appointed as an Independent Director of the Company with effect from this Annual General meeting for a term of five consecutive years.

RESOLVED FUTTHER THAT Mr. Peeyush Kumar Aggarwal be and is hereby authorized to do all such acts, deeds & things as may be necessary to give effect to this resolution.”

Item No. 7: Appointment of Mr. Ram Niwas Sharma (DIN: 08427985) as Non-Executive, Non-Independent Director of the Company.

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

“**RESOLVED THAT** pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Mr. Ram Niwas Sharma (DIN: 08427985), in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying its intention to propose Mr. Ram Niwas Sharma as a candidate for the office of Non-Executive Director of the Company, be and is hereby appointed as Non-Executive Director of the Company with effect from this Annual General meeting, whose term of office is liable to retire by rotation.

RESOLVED FUTTHER THAT Mr. Peeyush Kumar Aggarwal be and is hereby authorized to do all such acts, deeds & things as may be necessary to give effect to this resolution.”

This is for your information and records.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For MPS Infotecnics Limited


Prachi Sharma

Company Secretary



MEDIAMAGIC TELECOMMUNICATION PRIVATE LIMITED

CIN: U74899DL1992PTC048374

Regd. Office: 9929-9935, K L Gupta Shopping Complex, New Rohtak Road, Sarai Rohilla, Delhi-110005

Email Id: ajayshar288@gmail.com

Date: September 10th, 2019

To,
Bombay Stock Exchange Limited,
25th, Floor, P.J. Towers, Dalal Street
Fort, Mumbai-401 001

To,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G, Bandra Kurla
Complex, Bandra (E), Mumbai-400 051

Security Code: 532411

NSE Symbol: VISESHINFO

Sub: Notice under Section 160 of the Companies Act, 2013

Dear Sir / Ma'am,

Pursuant to Section 160 of the Companies Act, 2013, We, Mediamagic Telecommunication Private Limited having Registered Office at 9929-9935, K L Gupta Shopping Complex, New Rohtak Road, Sarai Rohilla, Delhi Central Delhi-110005 holding 33755 Equity Shares of Rs. 1/- each fully paid up (DP ID: IN302566 & Client ID: 10005492) of MPS Infotecnics Limited, hereby propose the candidature of following persons for appointment at the ensuing 30th Annual General Meeting of MPS Infotecnics Limited to be held on September 30th, 2019.


Director	Category
Mr. Ram Niwas Sharma	Non-Executive, Non-Independent Director
Mr. Shatrughan Sahu	Non-Executive, Independent Director

Cash as per Act has been deposited with the Company for proposing the candidature of Mr. Ram Niwas Sharma & Mr. Shatrughan Sahu for the office of Director.

This is for your information and records.

Kindly acknowledge the receipt.

Thanking you,
For Mediamagic Telecommunication Private Limited


Mukesh Sharma
Director
DIN: 00166798

Brief Profile of Mr. Shatrughan Sahu

Shatrughan Sahu, aged 42 years, is a Bachelor of Commerce from prestigious University. He has an extensive experience of almost 18 Years in various aspects of management, viz., the field of marketing, finance, accounts, taxation, corporate secretarial matters and general administration.

The Company is expected to improve its financial condition under his valuable support and guidance to the Board of Directors of the company.

Mr. Shatrughan Sahu does not hold by himself or for any other person on a beneficiary basis, any shares in the Company as per declaration given by him. Mr. Shatrughan Sahu is also not related to any of the Directors of the company.

Mr. Shatrughan Sahu has given his consent to act as Director pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Shatrughan Sahu has given a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 & Regulation 16 (1) (b) of the Listing Regulations, 2015.

Mr. Shatrughan Sahu is not disqualified to be appointed as Director pursuant to Section 164 of the Companies Act, 2013 read with Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Shatrughan Sahu has submitted his DIR-3 KYC pursuant to Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Shatrughan Sahu (having DIN: 08427985) does not have any relationship with any of the existing Directors and Key Managerial Personnel of the Company & does not hold any share in the MPS Infotecnics Limited.

Name of the Company/ LLP	Current designation of the Director/ Designated Partner	Date of appointment at current designation	Original date of appointment	Date of cessation	Company/ LLP Status
Polar Marmo Agglomerates Limited	Director	28/09/2018	19/01/2018	-	Active
Shashank Traders Limited	Director	30/09/2015	24/07/2015	-	Active
C N Flour Mills Private Limited	Director	26/09/2018	25/06/2018	-	Active
Omkam Pharmaceuticals Private Limited	Director	28/09/2015	12/08/2015	-	Active
Dhiru Development And Constructionsprivate Limited	Director	20/07/2016	20/07/2016	-	Active
Kameshwari Buildwell Limited	Director	25/09/2015	21/03/2015	-	Active
Omkam Holiday Homes Private Limited	Director	25/09/2015	23/03/2015	-	Active

Heritage Corporate Services Limited	Director	27/09/2018	01/05/2012	-	Active
Kalypso Developers Private Limited	Director	20/01/2018	20/01/2018	-	Active
Square Yards Estates Private Limited	Director	11/12/2014	11/12/2014	-	Active
Corebrix Developers Private Limited	Director	25/09/2018	20/01/2018	-	Active
MPS Fashions Private Limited	Director	21/07/2015	21/07/2015	-	Active
Marg-Darshan Estate And Invest Privatelimited	Director	01/03/2008	01/03/2008	-	Active
Omkam Consultancy Private Limited	Director	24/02/2018	28/10/2015	-	Active

Mr. Shatrughan Sahu holds directorship in following companies:

The Board of Directors of MPS Infotecnics Limited is of opinion that his association would be of immense benefit to the Company.

Therefore, it is desirable to avail services of Mr. Shatrughan Sahu as an Independent Director of the Company. Except Mr. Shatrughan Sahu, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the resolution. The Board of Directors recommends the resolution for approval by the members.

Brief Profile of Mr. Ram Niwas Sharma

Mr. Ram Niwas Sharma son of Mr. Zile Singh Sharma has extensive experience of more than 22 years in Stock Market and Broking in India & have a proven track record in business administration.

Mr. Ram Niwas Sharma is not holding chairpersonship and/or membership in any of the committees of any other Listed Entities.

Mr. Ram Niwas Sharma has given his consent to act as Director pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Ram Niwas Sharma is not disqualified to be appointed as Director pursuant to Section 164 of the Companies Act, 2013 read with Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Ram Niwas Sharma has submitted his DIR-3 KYC pursuant to Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Ram Niwas Sharma (having DIN: 08427985) does not have any relationship with any of the existing Directors and Key Managerial Personnel of the Company & does not hold any share in the MPS Infotecnics Limited.