



**DYNACONS**  
Systems & Solutions Ltd.  
AN IT INFRASTRUCTURE SOLUTIONS COMPANY

**NOTICE**

**NOTICE** is hereby given that the Seventeenth Annual General Meeting of the members of Dynacons Systems & Solutions Limited will be held on Friday, 28<sup>th</sup> day, September, 2012 at 3.00 P.M., at Karl Residency, 36, Lallubhai Park Road, Andheri (West), Mumbai 400058, to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2012 and Profit & Loss Account for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Viren Shah, who retires from the office of Director by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration.

**SPECIAL BUSINESS:**

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

**"RESOLVED THAT** Mr. Vishal Chapper who was appointed by an Board of Directors as an additional Director of the Company, with effect from August 8, 2012 and who hold office up to the date of this Annual General Meeting of the Company pursuant to the provisions of Section 260 of the Companies Act, 1956 and Article 125 of the Articles of Association of the Company and is eligible for re-appointment and in respect

Concept to Commissioning *and Beyond...*

78, Ratnajyot Industrial Estate, Irla Lane, Vile Parle (W), Mumbai - 400 056.

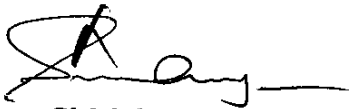
Tel.: 6688 9900/2671 4494 Fax : 2671 6641.

E-mail: sales@dynacons.com Visit us at : www.dynacons.com



of whom the Company has received a notice in writing from a member u/s 257 of the Act, proposing his candidature to the office of Directorship of the Company, be and is hereby appointed as Director of the Company whose terms of office will be determined by retirement by rotation."

**By Order of the Board**  
**For Dynacons Systems & Solutions Ltd**



**Shirish M. Anjaria**  
Chairman & Managing Director

Date: August 24, 2012

**Registered Office**

78, Ratnajyot Industrial Estate,  
Irla Lane, Vile Parle (W),  
Mumbai – 400 056



**Dharmesh S. Anjaria**  
Executive Director

**NOTES:**

1. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 relating to special business set out in the accompanying Notice is annexed hereto and forms part of this Notice.
2. 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.
3. The instrument appointing a proxy should, however, be deposited at the Registered office of the Company not less than 48 hours before the commencement of the meeting.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.
5. Members / Proxies should bring the attendance slip duly filled in for attending the meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, the 22<sup>nd</sup> day of September, 2012 to Friday, the 28<sup>th</sup> day of September, 2012. (both days inclusive).
7. Members desirous of seeking information relating to the Accounts and operations of the Company are requested to address their queries to the Company at least 7 days before the date of the meeting, so that the information required may be made available at the meeting.
8. Shareholders holding shares in physical form are requested to advise any change of address immediately to Company's Registrar and Share Transfer Agents, Bigshare Services Pvt. Ltd. Shareholders holding shares in electronic form must advise their respective depository participants about change in address and not to the Company.
9. The relevant details as required by Clause 49 of the Listing Agreement entered into with the Stock Exchanges of person seeking re-appointment as Director under item no. 2 above is annexed hereto.



**DYNACONS**  
Systems & Solutions Ltd.  
AN IT INFRASTRUCTURE SOLUTIONS COMPANY

10. Members who hold shares in dematerialized form are requested to bring their DP ID and Client ID numbers for easy identification of attendance at the meeting.
11. The Equity Shares of the Company are mandated for trading in the compulsory demat mode. The ISIN Number allotted for the Company's shares is INE417B01040.
12. Annual Listing fee for the year 2012-13 has been paid to all stock exchange wherein shares of the company are listed.
13. As per the provisions of Companies Act 1956, facility for making nominations is available to the shareholders in respect of the shares or deposits held by them. Nomination forms can be obtained from the Share Registrars of the Company.
14. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting
15. The Ministry of Corporate Affairs has taken a "**Green Initiative in the Corporate Governance**" by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register their e-mail address with **M/s.Bigshare Services Pvt. Ltd.**, Registrar and Transfer Agents of the Company.

**By Order of the Board**  
**For DYNACONS SYSTEMS & SOLUTIONS LTD.**

**Shirish M. Anjaria**  
Chairman & Managing Director

**Dharmesh S. Anjaria**  
Executive Director

Date: August 24, 2012

**Registered Office**

78, Ratnajyot Industrial Estate,  
Irla Lane, Vile Parle (W),  
Mumbai - 400 056

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) of the Companies Act, 1956 in respect of item no. 4 of the notice as set out herein before is annexed hereto.**

**Item No 4**

Mr. Vishal Chapper was appointed as Additional Director with effect from August 8, 2012, in accordance with Article 125 of the Articles of Association of the Company and Sec. 260 of the Act. The director hold office only upto the date of forthcoming Annual General Meeting (AGM) but are eligible for appointment as Director. A Notice under Section 257 of the Act has been received from Members signifying their intention to propose Mr. Vishal Chapper's appointment as Director.

Mr. Vishal Chapper, aged 39 years, has done his graduation from Mithibai College, Mumbai in 1992. He did his Chartered Accountancy from ICAI in 1998. He did is management studies from NMIMS University in 2007. Being in internal audit, he did his masters in internal audits CIA (US) in 2011.

Mr. Chapper specialize in the field of Internal audits, MIS & financial management. He is currently heading Internal audit function of Bureau Veritas (A French Multi National Company). He is audit incharge of Middle East, South Asia, Russia Caspian Sea & Africa region which covers over forty four countries.

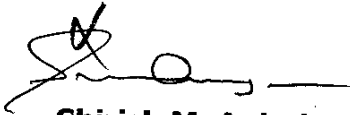
Mr. Chapper has extensive overseas experience. He has visited over thirty countries in his 8 year long tenure with Bureau Veritas. Among his overseas assignment includes internal / management audits, due diligence, company set up, revival analyses of a profit center and other management advisory assignments. Apart from his current assignments, he is also responsible as regional financial controller for Middle East Region.

He heads totally a team of over sixty people in India and overseas. His past experience includes senior finance position in manufacturing, packaging, media and Service Company. He was chosen as one of the young talent of the company in the year 2010.

The Board considers it desirable that the Company should continue to avail services of Mr. Vishal Chapper as Director, in terms of item no.4 of the accompanying Notice and commends the same for acceptance by Members of the Company.

None of the directors except Mr. Vishal Chapper is concerned or interested in item no. 4 of the accompanying Notice.

**For Dynacons Systems & Solutions Ltd.**



**Shirish M. Anjaria**  
Chairman & Managing Director



**Dharmesh S. Anjaria**  
Executive Director

**Date: August 24, 2012**

**Registered Office**  
78, Ratnajyot Industrial Estate,  
Irla Lane, Vile Parle (W),  
Mumbai – 400 056



**DYNACONS**  
Systems & Solutions Ltd.  
AN IT INFRASTRUCTURE SOLUTIONS COMPANY

**DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AT  
THE ANNUAL GENERAL MEETING  
(In Pursuance of Clause 49 of the Listing Agreement)**

Name of Director	Mr. Viren Shah
Age	46
Date of Appointment on the Board	March 20, 2001
Qualifications	Advance Post Graduate in Computer and Systems management. Certificate in Oracle/ SQL & RDBMS Concepts.
Expertise	Wide 21 Years of experience across a variety of industries & expertise in Systems Analysis, Design & Administration.
Directorships held in other Public Companies (excluding Foreign and Private Companies)	1
Memberships/Chairmanships of Committees across public companies	-



**DYNACONS**  
Systems & Solutions Ltd.  
AN IT INFRASTRUCTURE SOLUTIONS COMPANY

Name of Director	Mr. Vishal Chapper
Age	39
Date of Appointment on the Board	August 8, 2012
Qualifications	B.Com, A.C.A., MBA (NMIMS distance learning), C.I.A (US)
Expertise	specialize in the field of Internal audits, MIS & financial management. He is currently heading Internal audit function of Bureau Veritas (A French Multi National Company). He is audit incharge of Middle East, South Asia, Russia Caspian Sea & Africa region which covers over forty four countries.
Directorships held in other Public Companies (excluding Foreign and Private Companies)	-
Memberships/Chairmanships of Committees across public companies	-

**By Order of the Board**

**For Dynacons Systems & Solutions Ltd.**

**Shirish M. Anjaria**  
Chairman & Managing Director

**Dharmesh S. Anjaria**  
Executive Director

Date : August 24, 2012

**Registered Office**

78, Ratnajyot Industrial Estate,  
Irla Lane, Vile Parle (W),  
Mumbai – 400 056.