

# COMPUAGE INFOCOM LIMITED

(CIN: L99999MH1999PLC135914)

Regd. Office: D-601/ 602 & G- 601/602, Lotus Corporate Park, Graham Firth Steel Compound,  
Western Express Highway, Goregaon (East), Mumbai, Maharashtra - 400063.

Tel.: +91 22 67114444; Fax: +91 22 67114445;

E-mail: investors.relations@compuageindia.com • Website: www.compuageindia.com

---

## **NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

### NOTICE TO MEMBERS PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013

Notice is hereby given that an Extra Ordinary General Meeting of the Members of Compuage Infocom Limited will be held on Wednesday, June 17, 2015, at 10 a.m at The Victoria Memorial School for the Blind 73, Tardeo Road, Opp. Film Centre, Tardeo, Mumbai - 400 034, to transact the following business:

To approve issue of up to 11,00,000 (Eleven Lacs) equity shares of the Company on preferential allotment basis in accordance with Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations").

To consider and if thought fit, to pass, with or without modifications, the following resolution as a special resolution:

"RESOLVED THAT pursuant to the provisions of Section 62(1)(c) read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (the "Act") and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the listing agreements entered into by the Company with the stock exchange(s), where the equity shares of the Company are listed, provisions of Chapter VII - "Preferential Issue" and other applicable provisions, if any, of the ICDR Regulations, the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI") and other competent authorities and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities (including but not limited to SEBI, RBI, the Government of India, etc.), and all such other approvals, and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution), the consent of the members be and is hereby accorded to the Board to create, offer, issue and allot, up to 11,00,000 (Eleven Lacs) fully paid-up equity shares of the Company, having face value of Rs. 10/- (Rupees Ten Only) each, at or above the minimum price as determined as on the Relevant Date in accordance with Regulation 76 of the ICDR Regulations and applicable law, to entity(ies) as mentioned in the explanatory statement (hereinafter referred to as the "Proposed Allottee") by way of a preferential allotment and in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit."

"RESOLVED FURTHER THAT in accordance with Regulation 71(a) of the ICDR Regulations, the "Relevant Date", for determining the minimum price of the equity shares to be allotted to the Proposed Allottee, on a preferential basis, is May 18, 2015 being the date which is 30 (Thirty) days prior to the date of extra-ordinary general meeting."

"RESOLVED FURTHER THAT price determined for preferential issue shall be subject to appropriate adjustments in accordance with the provisions of Regulation 76B of the ICDR Regulations, specifically for the proposed issue of bonus shares proposed by the Board of Directors of the Company which is subject to shareholders' approval."

"RESOLVED FURTHER THAT the equity shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall rank pari passu with the existing equity shares of the Company in all respects and the same shall be subject to lock-in for such period as may be prescribed under Regulation 78 of the ICDR Regulations."

"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised on behalf of the Company to take all actions and to do all such acts, deeds, matters and things (including sub-delegating its powers to authorised representatives) as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, including deciding / revising the dates of allotment, deciding and / or finalising other terms of issue and allotment in consonance with the ICDR Regulations, listing of the equity shares to be issued and allotted, and to modify, accept and give effect to any modifications to the terms and conditions of the issue as may be required by the statutory, regulatory and other appropriate authorities including but not limited to SEBI, the RBI, the Government of India, etc. and such other approvals (including approvals of the existing lenders of the Company) and as

may be agreed by the Board, and to settle all questions, difficulties or doubts that may arise in the proposed issue, pricing of the issue, allotment and listing of the equity shares, including utilisation of the issue proceeds and to execute all such deeds, documents, writings, agreements, applications, forms in connection with the proposed issue as the Board may in its absolute discretion deem necessary or desirable without being required to seek any further consent or approval of the shareholders or otherwise with the intent that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the consent, authority and approval of the members of the Company be and is hereby accorded severally to Mr. Atul H. Mehta (Chairman and Managing Director), Mr. Bhavesh Mehta (Whole-time Director), Mr. Ganesh S. Ganesh (Independent Director) and Company Secretary of the Company to delegate all or any of the powers herein conferred to give effect to this resolution."

By Order of the Board  
For Compuage Infocom Limited  
Sd/-  
Dolly Mehta  
Company Secretary

Registered Office:

D- 601/602 & G - 601/602, Lotus Corporate Park,  
Graham Firth Steel Compound, Western Express Highway,  
Goregaon (E), Mumbai - 400 063.

Place: Mumbai

Date: 18th May, 2015.

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING A PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.
- 2) During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days' written notice is given to the Company.
- 3) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 forms part of this notice.
- 4) Documents referred to in the notice and the explanatory statement shall be kept open for inspection by the members at the registered office of the Company on all working days (Monday to Friday) from 10.00 a.m. to 1.00 p.m. except holidays, upto the date of the meeting.
- 5) Corporate members are requested to send in advance duly certified copy of board resolution / power of attorney authorising their representative to attend the extra ordinary general meeting (EGM).
- 6) For security reasons, no article/baggage will be allowed at the venue of the meeting.
- 7) Voting through electronic means -
  - a. In terms of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, ("the Rules") and clause 35B of the Listing Agreement, the Company is pleased to provide members the facility to exercise their right to vote through remote e-voting in respect of the special resolution proposed to be passed at the extra-ordinary general meeting by using the electronic voting facility provided by the National Securities Depository Limited (NSDL).
  - b. The remote e-voting period commences at 10:00 a.m. on Thursday, June 11, 2015 and ends at 5:00 p.m. on Tuesday, June 16, 2015. The remote e-voting module shall be disabled by NSDL for voting thereafter.

- c. During the remote e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date i.e. June 10, 2015, may cast their vote electronically.
- d. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- e. Voting rights of the members shall be in proportion to their respective shareholding as on the cut-off date i.e. June 10, 2015.
- f. The facility for voting through polling paper shall be made available at the EGM and 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 polling paper.
- g. The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.
- h. Any person who acquires shares of the Company and becomes a member of the Company after the dispatch and hold shares as on cut-off date i.e. June 10, 2015 should follow the instruction remote for e-voting as mentioned below for FIRST TIME USER. In case of any queries, the shareholders may also contact the Registrar & Transfer Agent viz. M/s. Link Intime India Private Limited.
- i. The Board of Directors has, at its meeting held on May 18, 2015, appointed Mr. Virendra G. Bhatt, Practicing Company Secretary (C. P. No. 124) as the scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
- j. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through ballot paper.
- k. **The instructions for remote e-voting are as under:**
  - i. Members whose email addresses are registered with the Company / Depository Participant(s) will receive an email from NSDL informing them of their User-ID and password. Once the Member receives the email, he or she will need to go through the following steps to complete the remote e-voting process :
    - a. Open email and open the PDF file titled 'CIL e-voting.pdf', using your Client ID or Folio No. as password. The said PDF file contains your user ID and password for remote e-voting. Please note that this password is an initial password.
    - b. Launch your internet browser by typing the following URL: <https://www.evoting.nsdl.com>.
    - c. Click on Shareholder - Login.
    - d. Enter the user ID and password (the initial password noted in step (a) above). Click on Login.
    - e. The Password change menu will appear. Change the password to a password of your choice. The new password should have a minimum of 8 (eight) digits / characters or combination thereof. It is strongly recommended that you do not share your password with any other person and take utmost care to keep your password confidential.
    - f. The homepage of e-voting will open. Click on 'e-voting: Active Voting Cycles'.
    - g. Select 'EVEN' (E Voting Event Number) of Compuage Infocom Limited. For an EVEN, you can login any number of times on e-voting platform of NSDL till you have voted on the resolution during the voting period.
    - h. Now you are ready for e-voting as the 'Cast Vote' page opens.
    - i. Cast your vote by selecting the option of your choice and clicking on 'Submit', and also remember to 'Confirm' when prompted.
    - j. Upon confirmation, the message 'Vote cast successfully' will be displayed.
    - k. Once you have voted on a resolution, you will not be allowed to modify your vote.
    - l. Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF / JPG Format) of the relevant Board resolution / authorization letter etc., together with attested specimen signature of the authorized signatory / signatories who are authorized to vote, to the Scrutinizer via e-mail, to [bhattvirendra1945@yahoo.co.in](mailto:bhattvirendra1945@yahoo.co.in), with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  - ii. For Members whose email IDs are not registered with the Company / depository participant(s) and who receive the Attendance Slip, the following instructions may be noted :
    - a. The initial password is provided at the bottom of the Attendance Slip
    - b. Please follow all the steps from a. to l. mentioned above, to cast your vote successfully.
  - iii. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Members available in the 'Downloads' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  - iv. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot Password' option available on the site to reset the password.
  - v. If you are already registered with NSDL for e-voting, then you can use your existing user ID and password for casting your vote.

- 8) Since the Company is required to provide facility to the members to exercise their right to vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form and not casting their vote electronically, may cast their vote at the EGM.
- 9) The Scrutinizer shall, after the conclusion of the EGM, first count the votes cast at the meeting and thereafter unlock the votes cast through remote voting in the presence of at least two (2) witnesses not in the employment of the Company. The Scrutinizer shall, within a period of not later than three (3) days from the conclusion of the EGM, prepare a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit it to the Chairman or any person authorized by him in writing, who shall countersign the same and declare the results of the voting.
- 10) The Results so declared, along with the Scrutinizer's Report, shall be placed on the Company's website viz. [www.compuageindia.com](http://www.compuageindia.com) and on the website of NSDL. The results shall also be forwarded to stock exchange.
- 11) To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
- 12) Electronic copy of the Notice along with the Explanatory Statement is being sent to all the members whose email ids are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the Notice along with the Explanatory Statement is being sent in the permitted mode.
- 13) Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of their electronic holdings with the Depository through their concerned Depository Participant. Members who hold shares in physical form are requested to register their e-mail addresses with the Company's Registrar & Transfer Agents, M/s. Link Intime India Private Limited by sending an e-mail to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) along with details like Name, Folio No. etc.
- 14) Members are requested to send their queries, if any, at least ten (10) days before the EGM, so as to enable the Board to keep the information ready.
- 15) The shareholders are requested to address their correspondence to the Registrar & Share Transfer Agent viz. M/s. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (W), Mumbai - 400 078.
- 16) Members may also note that the Notice of the EGM will be available on the Company's website viz. [www.compuageindia.com](http://www.compuageindia.com). Physical copies of the aforesaid documents will be available at the registered office for inspection during business hours on working days.

#### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013.**

To approve issue of up to 11,00,000 (Eleven Lacs) equity shares of the Company on preferential allotment basis in accordance with ICDR Regulations.

In terms of Section 62(1)(c) read with Section 42 of the Companies Act, 2013 and Rules made thereunder (the "Act"), a company can undertake preferential allotment / private placement only after obtaining prior approval of the shareholders by way of special resolution in terms of Section 42 and 62(1)(c) of the Companies Act, 2013 read with provisions of Chapter VII - "Preferential Issue" of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "ICDR Regulations"), as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations.

Accordingly, the Company proposes to issue and allot, up to 11,00,000 (Eleven Lacs) fully paid-up equity shares of Rs. 10/- (Rupees Ten Only) each of the Company, at or above the minimum price as determined as on Relevant Date in accordance with Regulation 76(4) of the ICDR Regulations and applicable law, to the Proposed Allottee as mentioned below.

The following details of the proposed preferential issue of the equity shares are disclosed in accordance with the provisions of the Act and the ICDR Regulations, as amended from time to time:

(i) The object / purpose of the preferential issue:

The Company requires funds for long term working capital / Funds for general corporate purpose. In order to generate long term resources for implementing future growth plans, it is proposed to issue Equity Shares on a preferential allotment basis.

The proceeds of the proposed preferential allotment of equity shares will strengthen the financial position of the Company.

- (ii) The total number of shares or other securities to be issued:  
The Board intends to offer, issue and allot up to 11,00,000 (Eleven Lacs) fully paid-up equity shares of the Company, having face value of Rs. 10/- (Rupees Ten Only) each.
- (iii) The price or price band at / within which the allotment is proposed:  
The Proposed Allottee is a QIB, as defined in ICDR Regulations and thus the minimum price at which the issue shall be made as determined as on Relevant Date in accordance with Regulation 76(4) of the ICDR Regulations and applicable law. The price computed shall be subject to appropriate adjustments as per the provisions of Regulation 76B of the ICDR Regulations, specifically for the proposed issue of bonus shares proposed by the Board which is subject to shareholders' approval.
- (iv) Basis on which the price has been arrived at along with report of the registered valuer:  
This is not applicable in the present case since the Company is a listed company and the pricing is in terms of the ICDR Regulations.
- (v) Relevant date with reference to which the price has been arrived at:  
The "Relevant Date" in terms of Regulation 71(a) of the ICDR Regulations for determination of minimum price is May 18, 2015, being a date which is 30 (Thirty) days prior to the date of extra-ordinary general meeting.
- (vi) The class or classes of persons to whom the allotment is proposed to be made:  
The allotment is proposed to be made to the Proposed Allottee as mentioned at point no.(ix) below.
- (vii) The intention / proposal of the Promoters, Directors and Key Managerial Personnel of the Company to subscribe to the proposed preferential offer: None of the current Promoters, Directors or Key Managerial Personnel of the Company intends to subscribe to the proposed preferential offer.
- (viii) Proposed time within which the allotment shall be completed: The Company will issue and allot equity shares to Proposed Allottee within the time limit specified under the ICDR Regulations or any longer time limit as may be permitted under the ICDR Regulations.
- (ix) The identity of the Proposed Allottee, maximum number of equity shares proposed to be issued and the percentage of post issue capital that may be held by the Proposed Allottee:

**Details of the Proposed Allottee:**

Proposed Allottee	Natural person who ultimately controls the Proposed Allottee	Maximum no. of equity shares	Pre-Issue shareholding as of March 31, 2015		Post-Issue shareholding#	
			No. of shares	%	No. of shares	%
Kitara India Micro Cap Growth Fund*	100% of the share capital is held by 12 International investors which includes corporate and individual investors and advised by a professional Investment Advisor (Kitara Capital International Limited, Cayman Island). The Investment recommendations by the Investment Advisor are approved by the board of directors of Kitara India Micro Cap Growth Fund which comprises of Mr. A. Sattar Hajee Abdoula, Mr. Yuvraj Thacoor, Mr. Sachin Kamath and Mr. Umesh Khimji.	11,00,000	Nil	NA	11,00,000	9.36
<b>TOTAL</b>		<b>11,00,000</b>	<b>Nil</b>	<b>NA</b>	<b>11,00,000</b>	<b>9.36</b>

\*the Proposed Allottee, is registered with Securities and Exchange Board of India as foreign portfolio investor Category II and is a QIB, as defined in ICDR Regulations.

#Post issue shareholding, assuming issue of bonus shares proposed by the Board of Directors of the Company, which is subject to receipt of shareholder's approval.

- (x) The change in control, if any, in the Company that would occur consequent to the preferential offer: There shall be no change in management or control of the Company pursuant to the propose issue of equity shares.
- (xi) Number of persons to whom allotment on preferential basis has been made in terms of number of securities as well as price: Post 31st March, 2015 and up to the date of this Notice, no preferential allotments have been made.
- (xii) The pre issue and post issue shareholding pattern of the Company: The pre issue and post issue shareholding pattern of the Company after considering the preferential issue to be made to Proposed Allottee is provided hereunder:

Sr. No.	Category	Pre-Issue as of March 31, 2015		Post-Issue*	
		Number equity of shares	% of shareholding	Number equity of shares	% of shareholding
A	Shareholding of Promoter and Promoter Group				
1	Promoters and Promoter Group	4,513,953	67.83	7,222,324	61.48
	Sub Total (A)	4,513,953	67.83	7,222,324	61.48
B	Non-Promoters' Shareholding				-
1	Institutions	40	0.00	64	0.00
2	Non-Institutions	2,141,007	32.17	3,425,611	29.16
	Sub-Total (B)	2,141,047	32.17	3,425,675	29.16
C	Proposed Allottee (C)	-	-	1,100,000	9.36
	GRAND TOTAL [(A) + (B) + (C)]	6,655,000	100.00	11,747,999	100.00

\* Post issue shareholding, assuming issue of bonus shares proposed by the Board of Directors of the Company, which is subject to receipt of shareholder's approval.

The Company will ensure compliance with all applicable laws and regulations including the ICDR Regulations at the time of allotment of the equity shares.

- (xiii) Undertaking to recomputed price and Undertaking to put under lock-in till the recomputed price is paid: The Company undertakes that if required, the price shall be recomputed in terms of the provision of the ICDR Regulations. If the amount payable upon the re-computation is not paid within the stipulated time as mentioned in the ICDR Regulations, the specified securities shall continue to be locked in till such amount is paid by the allottee.
- (xiv) Certificate from Statutory Auditors: A copy of the certificate from Statutory Auditors certifying that the issue is being made in accordance with the requirements of ICDR Regulations shall be made available for inspection at the registered office of the Company on or after May 27, 2015 between 2.00 p.m. and 5.00 p.m. on all working days (except Saturdays, Sundays and Holidays) up to the date of extra-ordinary general meeting.
- (xv) Lock-in Period: The securities allotted to Proposed Allottee shall be locked in as per Regulation 78 and other applicable provisions of ICDR Regulations.

The consent of the Shareholders is sought for the issue of equity shares in terms of Section 42, 62(1)(c) and other applicable provisions, if any, of the Act and in terms of the provisions of the ICDR Regulations and the listing agreements entered into by the Company with the stock exchange(s), where the Company's equity shares are listed.

None of the Directors and Key Managerial Personnel of the Company and their relatives have any concern or interest, financial or otherwise, in the proposed resolution.

In light of above, you are requested to accord your approval to the Special Resolution.

By Order of the Board  
For Compuage Infocom Limited  
Sd/-  
Dolly Mehta  
Company Secretary

Registered Office:  
D- 601/602 & G - 601/602, Lotus Corporate Park,  
Graham Firth Steel Compound, Western Express Highway,  
Goregaon (E), Mumbai - 400 063.

Place: Mumbai  
Date: 18th May, 2015.

**COMPUAGE INFOCOM LIMITED**



Speed... Reliability... Value Performance

(CIN: L99999MH1999PLC135914)

Regd. Office: D-601/ 602 & G- 601/602, Lotus Corporate Park, Graham Firth Steel Compound, Western Express Highway, Goregaon (East), Mumbai - 400063, Maharashtra  
Tel. +91 22 67114444; Fax: +91 22 67114445; E-mail: investors.relations@compuageindia.com; Website: www.compuageindia.com

**NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING AND REMOTE E-VOTING INFORMATION**

Notice is hereby given that:

The extra-ordinary general meeting ("EGM") of the Members of Compuage Infocom Limited ("Company") will be held on Wednesday, June 17, 2015, at 10 a.m. at The Victoria Memorial School for the Blind 73, Tardeo Road, Opp. Film Centre, Tardeo, Mumbai - 400 034, for the purpose of transacting the special business i.e. to issue equity shares on preferential allotment basis.

- Electronic copies of the Notice of the EGM of the Company have been sent to all the members whose email IDs are registered with the Company/Depository Participant(s). Physical copies of the same have been sent to all other members at their registered address through the permitted mode. The Notice of EGM is also available on the Company's website [www.compuageindia.com](http://www.compuageindia.com) and NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, June 10, 2015 may cast their vote electronically on the special business as set out in the Notice of EGM through electronic voting system of National Securities Depository Limited ("NSDL").
- Any person who acquires shares of the Company and becomes a member of the Company after the dispatch and hold shares as on cut-off date i.e. June 10, 2015 should follow the instructions for remote e-voting as mentioned in the Notice. In case of any queries, the shareholders may also contact the Registrar & Transfer Agent viz. M/s. Link Infime India Private Limited.
- The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.
- The facility for voting through polling paper shall be made available at the EGM and 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 polling paper.
- The members are informed that (a) the electronic transmission / physical dispatch of Notice of EGM along with proxy form was completed on May 23, 2015; (b) the remote e-voting shall commence on Thursday, June 11, 2015 at 10:00 a.m.; (c) the remote e-voting shall end on Tuesday, June 16, 2015 at 5:00 p.m.; (d) remote e-voting through electronic means shall not be allowed beyond 5:00 p.m. on Tuesday, June 16, 2015; (e) the Notice of the EGM is available on the Company's website [www.compuageindia.com](http://www.compuageindia.com) and NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and (f) In case you have any queries or issues regarding e-Voting, you may refer the Frequently Asked Questions ("FAQs") and e-Voting manual available in the 'Download' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). For any query members can contact to Dolly Mehta, Company Secretary of the company at D-601/ 602 & G- 601/602, Lotus Corporate Park, Graham Firth Steel Compound, Western Express Highway, Goregaon (East), Mumbai, Maharashtra - 400063 or can call at 022 6711 4444 or email at [investors.relations@compuageindia.com](mailto:investors.relations@compuageindia.com) along with details like Name, Folio No. etc.

For Compuage Infocom Limited

Sd/-

Atul H. Mehta  
Director

DIN : 00716869

Place: Mumbai  
Date: May 23, 2015

**नवशक्ति**  
मुंबई, सोमवार, २५ मे २०१५

१३

**कॉम्प्युएज इन्फोकॉम लिमिटेड**



स्पीड ... रिलायबिलिटी ... व्हॅल्यू परफॉर्मन्स  
(सीआयएन:एल११११एमएच११११एमएलसी१३५११४)

नोंदणी कार्यालय: डी-६०१/६०२ आणि जी-६०१/६०२, लोटस कॉर्पोरेट पार्क, ग्राहम फर्च  
स्टील कंपाऊंड, वेस्टर्न एक्सप्रेस हायवे, गोंगाव (पूर्व), मुंबई, महाराष्ट्र-४०००६३

फोन: +९१ २२ ६७११४४४४/फॅक्स: +९१ २२ ६७११४४४४

ई-मेल: [investors.relations@compuageindia.com](mailto:investors.relations@compuageindia.com)

वेबसाईट: [www.compuageindia.com](http://www.compuageindia.com)

विनाय सर्वसाधारण नमंकी सूचना आणि ई-मतदानाची माहिती

सूचना यान्वारे देण्यात येते की;

कॉम्प्युएज इन्फोकॉम लिमिटेड ("कंपनी") च्या सभासदांचा विशेष सर्वसाधारण सभा (ईजीएम) ही विशेष व्यवसायाचा व्यवहार करण्यासाठी म्हणजेच प्रेफरेंशियल अॅलॉटमेंट तत्वावर समभाग जारी करण्यासाठी दि.१६/०६/१५ मेमोरियल स्टूड फॉर ब्लॉक, ७३, ताडदेव रोड, फिल्म सेंटरसमोर, ताडदेव, मुंबई-४०००३४ येथे बुधवार, १७ जून, २०१५ रोजी स. १० वा. घेण्यात येणार आहे.

१. कंपनीच्या ईजीएमच्या सूचनेची इलेक्ट्रॉनिक प्रत ही कंपनी/डिपॉझिटरी पार्टिसिपंट्सकडे ई-मेल आवडी नोंदविलेल्या सर्व सभासदांना पाठविल्यात आली आहे आणि त्याची प्रत्यक्ष प्रत परवानगी असलेल्या पध्दतीने त्यांच्या नोंदणीकृत पत्त्यावर इतर सर्व सभासदांना पाठविल्यात आली आहे. ईजीएमची सूचना कंपनीची वेबसाईट: [www.compuageindia.com](http://www.compuageindia.com) वर सुध्दा आणि एनएसडीएल वेबसाईट: [www.evoting.nsdl.com](http://www.evoting.nsdl.com) उपलब्ध आहे.

२. कट ऑफ तारीख म्हणजेच बुधवार, १० जून, २०१५ रोजीस प्रत्यक्ष स्वरूपात किंवा डिमटेरिअलाईज्ड स्वरूपात शेअर्स धारण केलेले सभासद नॅशनल सिक्युरिटीज डिपॉझिटरी लिमिटेड ("एनएसडीएल") च्या इलेक्ट्रॉनिक मतदान पध्दतीमार्फत ईजीएमच्या सूचनेत नमूद केल्यानुसार विशेष व्यवसायावर इलेक्ट्रॉनिकली त्यांचे मतदान करू शकतात.

३. कोणतीही व्यक्ती ज्यांनी कंपनीचे शेअर्स संपादित केले आहेत आणि डिस्चेंज केल्यानंतर कंपनीचे सभासद बनले आहेत आणि कट ऑफ तारीख म्हणजेच १० जून, २०१५ रोजी शेअर्स धारण केलेले आहे त्यांनी सूचनेत नमूद केल्यानुसार रिमोट ई-मतदानाकरिता माहितीचा अवलंब करणे आवश्यक आहे. कोणत्याही चौकशीकरिता मागधाक रजिस्ट्रार आणि ट्रान्झॅक्शन एंजट म्हणजेच मे. लिंक इन्टरनेट इंडिया प्रायव्हेट लिमिटेडकडे सुध्दा संपर्क करू शकतात.

४. ज्या सभासदांनी ईजीएमपूर्वी रिमोट ई-मतदानाद्वारे त्यांचे मतदान केले आहे ते सुध्दा ईजीएमला उपस्थित राहू शकतात, परंतु पुन्हा त्यांचे मतदान करू शकणार नाहीत.

५. मतदानाकरिता मतदानाकरिता सुविधा ईजीएममध्ये उपलब्ध होईल आणि उपस्थित असलेले सभासद ज्यांना "रिमोट ई-मतदानाद्वारे" त्यांचे मतदान केलेले नाही अशांना मतदानाकरिता सभेत त्यांचा मतदानाचा हक्क वापरता येईल.

६. सभासदांना कळविल्यात येते की, ए) प्रत्येकी प्रस्तावत ईजीएमच्या सूचनेचे इलेक्ट्रॉनिक पारिष्प/प्रत्यक्ष पाठविल्याचे काम २३ मे, २०१५ रोजी पूर्ण झाले आहे. बी) रिमोट ई-मतदानाला गुरुवार, ११ जून, २०१५ रोजी स. १०.०० वा. सुरुवात होईल. सी) रिमोट ई-मतदान मंगळवार, १६ जून, २०१५ रोजी सायं. ५.०० वा. संपेल. डी) इलेक्ट्रॉनिक माध्यमांमार्फत रिमोट ई-मतदानाला मंगळवार, १६ जून, २०१५ रोजी सायं. ५.०० वा. नंतर परवानगी देण्यात येणार नाही. ई) ईजीएमची सूचना कंपनीची वेबसाईट [www.compuageindia.com](http://www.compuageindia.com) आणि एनएसडीएलची वेबसाईट: [www.evoting.nsdl.com](http://www.evoting.nsdl.com) वर उपलब्ध आहे आणि एफ) तुम्हाला ई-मतदानाच्या संदर्भात कोणतीही चौकशी किंवा माहिती हवी असल्यास तुम्ही क्रिचवेटली आस्कळ स्वेरचॅन्स ("एफएस्वुएम्") चा सदर्भ घेऊ शकता आणि ई-मतदान मॅनुअल [www.evoting.nsdl.com](http://www.evoting.nsdl.com) च्या "डॉक्युमेंट" सेक्शनमध्ये उपलब्ध आहे किंवा [evoting.nsdl.co.in](http://evoting.nsdl.co.in) येथे ई-मेलद्वारे एनएसडीएलकडे संपर्क करू शकता. जी) कोणत्याही चौकशीकरिता सभासद डी-६०१/६०२, आणि जी-६०१/६०२ लोटस कॉर्पोरेट पार्क, ग्राहम फर्च स्टील कंपाऊंड, वेस्टर्न एक्सप्रेस हायवे, गोंगाव (पूर्व), मुंबई, महाराष्ट्र-४०००६३ येथे कंपनीच्या कंपनी सचिव डॉली मेहता यांना संपर्क करू शकतात किंवा ०२२-६७११४४४४ येथे फोन करू शकतात किंवा तपशील जसे की, नाव फोटोओ क्र. इ.सह [investors.relations@compuageindia.com](mailto:investors.relations@compuageindia.com) येथे ई-मेल पाठवू शकतात.

कॉम्प्युएज इन्फोकॉम लिमिटेडकरिता

तरी/-

अतुल एच. मेहता

संचालक

सीआयएन:००७१६८६९

ठिकाण: मुंबई  
दिनांक: २३ मे, २०१५.