



## NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the adjourned 30<sup>th</sup> Annual General Meeting (“AGM”) of the Members of Horizon Infrastructure Limited will be held on Thursday, December 26, 2013 at 1500 Hours at Bombay Club Suite, Royal Bombay Yacht Club, Chhatrapati Shivaji Maharaj Marg, Apollo Bunder, Near Taj Mahal Hotel, Mumbai - 400 001, to transact the following business:

### ORDINARY BUSINESS:

1. Item no. 1 of the Original Notice - “To receive, consider and adopt the Audited Balance Sheet as on March 31, 2013 and the Profit and Loss Account for the year ended on that date, together with the Reports of Directors and Auditors thereon.”

### Registered Office

SKIL House  
209, Bank Street Cross Lane  
Fort, Mumbai - 400 023.

**By Order of the Board of Directors**

**Place:** Mumbai

**Date:** November 26, 2013

**Nilesh Mehta**  
**Company Secretary**

### NOTES:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF /HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING.**
- 2) Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a duly certified copy of Board Resolution on the letterhead of the Company, signed by one of the Directors or Company Secretary or any other authorized signatory and/ or duly notarized Power of Attorney, authorizing their representatives to attend and vote on their behalf at the Meeting.
- 3) The Members / Proxies are requested to bring their copy of Annual Report and duly filled Attendance Slips for attending the Meeting.
- 4) Members holding shares in physical form are requested to immediately notify change in their address, if any, to the Registrar and Share Transfer Agents, Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078, quoting their Folio Number(s).
- 5) Members desirous of obtaining any information concerning the accounts of the Company are requested to address their queries to the Company Secretary atleast seven days in advance of the Meeting so that the information required can be readily made available at the Meeting.
- 6) All documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company during anytime between 1000 Hours to 1200 Hours on all days except Saturdays, Sundays and Public holidays, upto the date of the Annual General Meeting.
- 7) Members are requested to quote the Ledger Folio or Client ID and DP ID numbers in all communications with the Company.
- 8) Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically.
- 9) Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed dividends amounts lying with the Company as on September 28, 2012 (date of last Annual General Meeting) on the website of the Company ([www.horizoninfra.com](http://www.horizoninfra.com)), and also on the Ministry of Corporate Affairs website. Further, the said unpaid and unclaimed dividends amounts will be transferred to the Investor Education and Protection Fund as per provisions of the Section 205A of the Companies Act, 1956.



**ANNEXURE TO NOTICE:**

At the 30<sup>th</sup> AGM held on Monday, September 30, 2013, Members were informed that the Hon'ble High Court of Judicature at Bombay had passed an Order on September 20, 2013, approving the Scheme of Amalgamation and Arrangement between SKIL Infrastructure Limited ("SKIL"), Horizon Country Wide Logistics Limited ("HCWLL") and Fastlane Distriparks & Logistics Limited ("FDLL") with the Company (hereinafter referred to as "the Scheme") which became effective from September 28, 2013. The Members were also informed that the appointed date of the Scheme was April 1, 2011 and Registrar of Companies, Mumbai, Maharashtra, had granted approval for extension of time for holding of 30<sup>th</sup> AGM by three months.

Further, the proposal was put up before the Members, to consider adjournment of 30<sup>th</sup> AGM sine die, for the purpose of adopting the financials of the merged entity (i.e., after giving effect of the merger of SKIL, HCWLL and FDLL with the Company) and for considering declaration of dividend if any.

The Members considered the matter and unanimously resolved to adjourn 30<sup>th</sup> AGM sine die so as to consider and adopt the Audited Accounts for the year March 31, 2013 of the merged entity in the adjourned AGM and consider declaration of dividend or otherwise as per the recommendation of the Board of Directors.

Accordingly, after transacting all other business listed in the Original Notice dated August 27, 2013, the 30<sup>th</sup> AGM was adjourned sine die.

**Registered Office**

SKIL House  
209, Bank Street Cross Lane  
Fort, Mumbai - 400 023.

**By Order of the Board of Directors**

**Place:** Mumbai

**Date:** November 26, 2013

**Nilesh Mehta**  
**Company Secretary**