

IAVI-INDIA

F-2-A, SECOND FLOOR, THE MIRA CORPORATE SUITES,
PLOT NO 1 & 2, OLD ISHWAR NAGAR,
MATHURA ROAD, NEW DELHI-110065

NOTICE

NOTICE IS HEREBY GIVEN THAT THE FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF IAVI INDIA HELD ON 27TH AUGUST 2014 AT MIRA CORPORATES SUITES, F-2-A, SECOND FLOOR, PLOT NO. 1 & 2, OLD ISHWAR NAGAR, NEW DELHI AT 11.30A.M.

Ordinary Business:-

1. To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2014 and the Statement of Income and Expenditure for the financial year ended on that date and the Report of the Directors and Auditors there on.
2. To appoint auditors and to fix their remuneration, M/s T.R. Chadha & Co., Chartered Accountants, New Delhi. Auditors of the company retire at this Annual General Meeting and being eligible, offer themselves for re-appointment.

By order of the Board
IAVI INDIA

Place: New Delhi
Date: 14.08.2014



(Rajat Goyal)
Director

Din No. : 03192623

Add L 1/8 2nd Floor, Hauz Khas Enclave,
New Delhi, 110016, Delhi, INDIA

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself at the time of poll and the proxy need not be a member of the Company.
2. Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

ADDENDUM TO THE ORIGINAL NOTICE OF AGM DATED 27th AUGUST, 2014

ADDENDUM TO THE NOTICE DATED 14TH AUGUST, 2014 CONVENING THE 1ST ANNUAL GENERAL MEETING OF THE COMPANY SCHEDULED TO BE HELD ON 27TH AUGUST 2014 AT MIRA CORPORATES SUIT, F-2-A, SECOND FLOOR , PLOT NO. 1 AND 2 , OLD ISHWAR NAGR , NEW DELHI AT 11.30A.M.

Notice is hereby given that the following item of business is added in the aforesaid Notice as Item No. 3 & 4 as an Ordinary Business:

Ordinary Business:-

3. Appointment of Dr. Rajat Goyal as Director of the Company:

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the Article No. 72(c) of the Articles of Association of the Company Dr. Rajat Goyal holds office up to the date of this Annual General Meeting be and is hereby re-appointed as a director of the company till further notice received from the holding company International AIDS Vaccine Initiative Inc. USA."

"RESOLVED FURTHER THAT that any director of the company be and is hereby authorized to take all steps in this regard".

4. Appointment of Mr. Sandeep Mathur as Director of the Company:

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:.

"RESOLVED THAT pursuant to the Article No. 72(c) of the Articles of Association of the Company Mr. Sandeep Mathur holds office up to the date of this Annual General Meeting be and is hereby re-appointed as a director of the company till further notice received from the holding company International AIDS Vaccine Initiative Inc. USA."

"RESOLVED FURTHER THAT that any director of the company be and is hereby authorized to take all steps in this regard".

Place: New Delhi
Date: 20.08.2014

**By order of the Board
IAVI INDIA**


(Rajat Goyal)

Director

Din No. : 03192623

Add L 1/8 2nd Floor, Hauz Khas Enclave,
New Delhi, 110016, Delhi, India

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself at the time of poll and the proxy need not be a member of the Company.
2. The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of item no. 3 & 4 annexed herewith.
3. Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Below is the information and facts to enable members to understand the meaning, scope and implications of the below mentioned businesses and to take decision thereon:-

ITEM NO. 3

Information and facts to enable members to understand the meaning, scope and implications of the item of business and to take decision thereon:-

Pursuant to Article No. 72(c) of the Articles of Association of the Company, Dr. Rajat Goyal holds office as first director up to the date of the first Annual General Meeting of the Company, and is eligible for re-appointment.


None of the Director, Key Managerial Personnel and their relatives except Dr. Rajat Goyal is concerned or interested, financial or otherwise in this proposed resolution.

Your directors recommend the proposed ordinary resolution for your consideration & approval.

ITEM NO. 4

Information and facts to enable members to understand the meaning, scope and implications of the item of business and to take decision thereon:-

Pursuant to Article No. 72(c) of the Articles of Association of the Company, Mr. Sandeep Mathur holds office as first director up to the date of the first Annual General Meeting of the Company, and is eligible for re-appointment.



None of the Director, Key Managerial Personnel and their relatives except Mr. Sandeep Mathur is concerned or interested, financial or otherwise in this proposed resolution.

Your directors recommend the proposed ordinary resolution for your consideration & approval.

Place: New Delhi
Date: 20.08.2014

By order of the Board
IAVI INDIA


(Rajat Goyal)

Director

Din No. : 03192623

Add L 1/8 2nd Floor, Hauz Khas Enclave,
New Delhi, 110016, Delhi, India