



# INDIAN INSTITUTE OF INSURANCE SURVEYORS AND LOSS ASSESSORS

(Promoted by IRDAI, Govt. of India)

E-Mail: [admin@iiisla.co.in](mailto:admin@iiisla.co.in), Web-Site: [www.iiisla.co.in](http://www.iiisla.co.in), Telephone Numbers: 040-23261072/1073

## **NOTICE FOR ADJOURNED ANNUAL GENERAL MEETING**

Notice is hereby given that the 15<sup>th</sup> Annual General Adjourned Meeting of the members of **INDIAN INSTITUTE OF INSURANCE SURVEYORS AND LOSS ASSESSORS** (CIN: U80902TG2005NPL047675) will be held on Saturday, the 16<sup>th</sup> day of March 2024 at 11.00 A.M at the Hotel Best Western Ashoka 6-1-70, Lakdikapul, Hyderabad, 500004, Telangana, India and also through video Conferencing or other Audio-Visual Means (VC/OAVM) to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023, together with notes attached thereto, along with reports of the Board of Directors and Auditors thereon.

### **SPECIAL BUSINESS:**

#### **2. Approval to Convene Annual General Meeting (AGM) at any place in India**

To consider and if thought fit, to pass with or without modification, the following resolution as **Special Resolution**:

“**RESOLVED THAT** the proposal to convene General Meeting at any place in India in future starting from next year as per the relaxation given to Section 8 Companies mentioned at Serial Number 4 in MCA Notification no. GSR No. 466(E) dated 05.06.2015 be and is hereby approved.”

“**RESOLVED FURTHER THAT** the Council of the Company (Board of Directors) be and is hereby further authorized to fix time, date and place of each Annual General Meeting (AGM) taking note of above said resolution.”

#### **3. Approval of Special Audit Report**

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

“**RESOLVED THAT** the Special Audit Report for specific expenditure during the year 2020-21 (attached herein as annexure to explanatory statement) signed by CA Nitish Grover having membership Number 083921 of M/s. Nitish Grover and Associates, Chartered Accountants having ICAI FRN 0024765 (Secunderabad) dated 03.12.2023 (carried out as per verbal assurance given in AGM conducted in the year 2021 on dated 27.12.2021 and reconvened on 28.07.2022 wherein the then



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President/Chairman agreed to conduct special audit and place the report for approval of the members & subsequently discussed and resolved in Board Meeting held on 31st March and 1st April, 2022 and reconvened on 28.07.2022) be and is hereby approved."

**"RESOLVED FURTHER THAT** the Council of the Company be and is hereby authorized to act upon the Audit Report and take desirable, suitable & feasible actions there upon keeping long term interest of IIISLA intact."

**FOR INDIAN INSTITUTE OF INSURANCE SURVEYORS AND LOSS ASSESSORS**

**Sd/-**  
**Rajanna Santosh**  
**Director & Secretary**  
**DIN: 09469380**

**PLACE:** Hyderabad  
**DATE :** 21.02.2024



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

### **ITEM NO. 2:**

#### **Approval to convene Annual General Meeting (AGM) at any place in India:**

Management wishes to inform that the said Agenda Item was already approved by the Members in the Annual General Meeting held on 30<sup>th</sup> September 2022 and in advertently it was taken up as an agenda item in December 2023 annual general meeting, however as per clause 29 of Articles of Association clearly states that no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place hence we are continuing with the same item.

As this item was already approved in the AGM held on 30<sup>th</sup> September 2022, hence the Members are requested **not to vote** for this agenda item.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution.

### **ITEM NO. 3:**

#### **Approval of Special Audit Report:**

The Management wishes to inform that there was no approval given by the board members for any special audit or appointment of a Chartered accountant for conducting special audit, however as per clause 29 of Articles of Association clearly states that no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place hence, we are continuing with the same item.

We would like to inform members that board of directors would like to deliberate amongst themselves in the ensuing board meetings and then come with a concrete plan and if required obtain approval of the members for a special audit in the ensuing general meetings.

Therefore, the Members are requested not to take up this agenda item and also not to vote for this.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution except the concerned office bearer(s) holding office at that time and continuing till date.

**FOR INDIAN INSTITUTE OF INSURANCE SURVEYORS AND LOSS ASSESSORS**

**Sd/-  
Rajanna Santosh  
Director & Secretary  
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## NOTES:

1. In accordance with the Ministry of Corporate Affairs, ("MCA") General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 and 2/2022 dated May 5, 2022, respectively, ("the MCA Circulars") the Annual General Meeting ("AGM") will be held in Hybrid Mode for the Members at a common venue and Members can also attend and participate in the AGM through VC/OAVM., it has been decided to convene the 15th Annual General Meeting ('AGM') of the Company through both the modes i.e., through physical mode and through VC/OAVM facility on Saturday, 16th March, 2024 at 11.00 A.M.(IST).
2. ROC Telangana vide its order dated 15th September, 2023 has given extension of three months to convene the Annual General Meeting (AGM) in response to the company's application submitted vide SRN F64058043 on 08th September, 2023 requesting for an extension of time for the purpose of holding AGM.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Since, the AGM is being held through both the modes i.e. Physical mode and VC/OAVM, the Attendance Slip and the Route map of the AGM venue is annexed with this Notice.
5. Every member shall have one vote on each resolution subject to Articles of Association of the Company.
6. The statutory registers as stipulated under the Act will be available for inspection during the AGM.
7. All Documents referred to in the accompanying notice are open for inspection at the registered office of the Company upto the date of the Annual General Meeting.
8. Member who intends to attend the AGM physically are required to bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
9. In compliance with the aforesaid MCA Circulars, the Notice of the AGM along with the Annual Report 2022-23 is sent through electronic mode to those Members whose email addresses are registered with the Company. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website viz. <https://www.iiisla.co.in/> and the E-Voting Agency.
10. Members who have not yet registered their email addresses are requested to register the same by providing their name, Membership Number, e-mail id to receive the notice calling AGM, Annual Report & other documents permissible to be sent



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through electronic mode, by sending e-mail to [admin@iiisla.co.in](mailto:admin@iiisla.co.in) (Mr. Unni Anand, Admin).

11. Members who would like to express their views/ ask questions as a Speaker at the AGM may pre-register themselves by sending a request from their registered email ID mentioning their names, membership credentials, PAN and mobile number to [iiislaagm@gmail.com](mailto:iiislaagm@gmail.com) between Friday, March 01st, 2024 (9:00 a.m. IST) and Saturday, March 09th, 2024 (5:00 p.m. IST) Only those Members who have preregistered themselves as Speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
12. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Members are provided with the facility to cast their vote on all items/resolutions set forth in this Notice, through e-voting on NSDL' se-voting platform.
13. Members who have cast their vote by remote-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
14. Those Members, who will be attending the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
15. Those Members, who will be attending the AGM physically at the Venue and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system or ballot/polling papers during the AGM.
16. Persons whose name appears in the Register of Member (List of Good Standing Members) as on 06th of December 2023 (cut-off date) shall be entitled to vote by way of e-voting on the date of AGM and remote e-voting on the Resolution(s) set forth in this Notice. Any person who is not a member as on the above cut-off date should treat this Notice for information purpose only.
17. The remote e-voting facility will be available during the following period:

<b>Date and Time of Commencement of Remote E- Voting</b>	<b>From 09:00 am (Server Time) on Wednesday, 13<sup>th</sup> March, 2024</b>
<b>Date and Time of Conclusion of Remote E- Voting</b>	<b>Upto 05:00 pm (Server Time) on Friday, 15<sup>th</sup> March, 2024</b>

Note: Remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by NSDL upon expiry of aforesaid period.



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18. The Board of Directors (Council Members) has appointed Mrs. Dafthardar Soumya, Company Secretary (FCS:11754) as Scrutinizer to scrutinize the evoting process in a fair and transparent manners.

The Scrutinizer shall, after the conclusion of e-voting at the AGM, first count the votes cast vide e-voting at the AGM and thereafter shall, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company.

19. Declaration of results of voting: The Scrutinizer will submit the report on votes cast in favour or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws. The voting results along with the Scrutinizer's report, will be hosted on the Company's website viz. <https://www.iiisla.co.in/> and the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com),
20. The resolutions shall be deemed to be passed on the date of AGM subject to receipt of requisite number of votes in favor of the resolution(s).
21. Members are requested to carefully read the "Procedure and Instructions for remote e-voting" given below.

**The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:**

**Step1: Log-in to NSDL e-Voting system at**  
<https://www.evoting.nsdl.com/>

**Step2: Cast your vote electronically on NSDL e-Voting system**

**Details on Step1 is mentioned below:**

**How to Log-in to NSDL e-Voting website?**

- a) Visit the e-Voting website of NSDL. Open web browser by typing the URL <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile;
- b) Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholders/Members' section.
- c) After clicking on the 'Login' which is available under 'Shareholders/Members' section, a new screen will open. You are required to enter the login credentials (i.e. User ID and password) as received on the mail-id registered with the Company from NSDL. After entering these details appropriately, click on 'LOGIN'.
- d) On successful login, the system will prompt you to change password on first login. Further, User shall select the "Security Question" from the dropdown list and enter the answer in "Answer" field. This security question shall be used in case user forgets the password. An email shall be sent to the email id registered with the E-voting platform, click on "Confirm" button as shown below.



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Note: You are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.,).

**Example:** Notice@1234

- e) Upon the successful change of Password, the system will prompt you to the new screen for remote e-voting.
- f) Now you are ready for remote e-voting.

**Details on Step2 is given below:**

## **How to cast your vote electronically on NSDL E-Voting system?**

- a) After successful login at Step1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- b) User may select the e-voting cycle for voting by clicking on the hyper link of "EVEN" (Electronic Voting Event Number) as shown below. Kindly, select the "EVEN" i.e., 'Indian Institute of Insurance Surveyors and Loss Assessors'
- c) Now you are ready for e-Voting as the Voting page opens.
- d) Cast your vote by selecting appropriate options i.e. assent or dissent and click on "Submit" and also "Confirm" when prompted.
- e) Upon confirmation, the message "Vote cast successfully" will be displayed.
- f) Once you confirm our vote, you will not be allowed to modify your vote.
- g) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- h) In case of any queries, you may call on toll free no: 1800-222-990 or send ma request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

## **INSTRUCTIONS FOR E-VOTING ON THE DAY OF THE AGM FOR THE MEMBERS WHO ARE ATTENDING THE MEETING THROUGH VC/OAVM FACILITY ARE AS UNDER:**

- a) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b) Only those Members/ shareholders, who will be attending the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote





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eVoting and are otherwise not barred from doing so, shall be eligible to vote through eVoting system during the AGM.

c) Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

## **INSTRUCTIONS FOR VOTING ON THE DAY OF THE AGM FOR THE MEMBERS WHO ARE ATTENDING THE MEETING PHYSICALLY AT THE VENUE ARE AS UNDER:**

a) Only those Members/ shareholders, who will be attending the AGM physically at the Venue and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system or Ballot/Polling papers as provided in the AGM.

b) Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

a) Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com/> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

b) The facility for joining the Meeting will be kept open at least 15 minutes before the time scheduled for the Meeting and shall not be closed till the expiry of 15 minutes after the Scheduled time of Meeting.

c) This facility shall be available to the 1000 Members to participate on a first-come-first served basis.

d) If joining through VC, the Members are encouraged to join the Meeting through Laptops for better experience.

e) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

f) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable WiFi or LAN Connection to mitigate any kind of aforesaid glitches.





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g) Members who would like to express their views/have questions on the financial statements/operations of the Company may send their queries at [iiislaagm@gmail.com](mailto:iiislaagm@gmail.com) at least 7 days before the meeting, so that the information can be compiled in advance. The same will be replied by the company suitably.

h) In case of any queries, you may call on toll free no: 1800-222-990 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

## **IN CASE YOU HAVE NOT RECEIVED USER-ID OR PASSWORD FROM NSDL:**

In case you have not received user-id or password from NSDL, you can alternatively use OTP based log-in on <https://www.evoting.nsdl.com> (Under Shareholder/Member Login)

### **User-Id will be as follows:**

**User ID: EVEN No+ Membership No (Without using slash '/')**

**For Example:** If your Membership is A/S/12345 and EVEN for the AGM is 101010 then the user-id will be: 101010AS12345

Note: EVEN No of the 15<sup>th</sup> Annual General Meeting will be available on the website of the IIISLA.

Select login type as OTP and follow the instructions and proceed. The OTP will be sent to your registered Mobile Number and E-Mail, using the OTP received you can log-in and cast your vote.

For any queries or issues relating to e-voting, the Members may write the same to the following from the e-mail id registered with the Company (IIISLA) only:

**NSDL Helpdesk at Tel No. (Toll Free) 1800-222-990**

**E-Mail Us at: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)**

### **Note:**

Any query or issues written from the mail-id other than registered mail-id shall not be entertained and addressed. Company or E-voting Agency shall not be held responsible.

**FOR INDIAN INSTITUTE OF INSURANCE SURVEYORS AND LOSS ASSESSORS**

**Sd/-  
Rajanna Santosh  
Director & Secretary  
DIN: 09469380**

**PLACE:** Hyderabad

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## ATTENDANCE SLIP

**15<sup>th</sup> Annual General Meeting held on Saturday, 16<sup>th</sup> March, 2024 at 11:00 A.M.**

<b>DATE</b>	Saturday, 16 <sup>th</sup> March, 2024	<b>TIME</b>	11:00 A.M
<b>VENUE</b> : Hotel Best Western Ashoka Near Metro Station 6-1, 70, Lakdikapul Road, near to Lakdikapul, Hyderabad, Telangana 500004			

Regd. Folio/Membership No	
(If not dematerialized)	
Name of the Shareholder/Member	
Number of Shares	NA

I hereby record my presence at the 15<sup>th</sup> Annual General Meeting of the Company on **Saturday, 16<sup>th</sup> March, 2024 at 11:00 A.M** at Hotel Best Western Ashoka Near Metro Station 6-1, 70, Lakdikapul Road, near to Lakdikapul, Hyderabad, Telangana 500004.

Name of the Member

Signature of the Member

(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)

## ROUTE MAP:



**Venue:** Hotel Best Western Ashoka Near Metro Station 1, 70, Lakdikapul Road, near to Lakdikapul Hyderabad, Telangana 500004.