



## NOTICE OF 105<sup>TH</sup> ANNUAL GENERAL MEETING

**Notice** is hereby given that the 105<sup>th</sup> Annual General Meeting of the members of The Associated Chambers of Commerce and Industry of India ('ASSOCHAM' or 'the Company') will be held on **Friday, 17<sup>th</sup> October 2025 at 10:00 a.m. IST at The Taj Mahal Hotel, Number One, Man Singh Road, South Block, Man Singh Road Area New Delhi – 110011, India (hereinafter referred to as 'AGM')** to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements consisting of Balance Sheet, Statement of Income and Expenditure and the Cash Flow Statement for the Financial Year ended on 31st March 2025 together with the Auditors' Report and Directors' Report thereon, to which effect the following resolutions may be passed, if deemed fit as **Ordinary Resolutions**:

**"RESOLVED THAT** pursuant to the provisions of Section 129, Section 134, Section 137 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 comprising the Balance Sheet, Statement of Income and Expenditure and Cash Flow Statement, together with the Reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted."

2. To appoint a director in place of Mr. Niranjana Lakhmal Hiranandani (DIN: 00011923), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment, to which effect the following resolutions may be passed, if deemed fit as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Niranjana Lakhmal Hiranandani (DIN: 00011923), who retires by rotation and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

**THE ASSOCIATED CHAMBERS OF COMMERCE AND INDUSTRY OF INDIA**

(CIN: U91990DL1920NPL008223)

**ASSOCHAM Registered office:** 4th Floor, YMCA Cultural Centre and Library Building 1, Jai Singh Road, New Delhi-110001, Delhi, India

**Tel.:** +91-11-4655055 (Hunting Line) **E-mail:** [assochem@nic.in](mailto:assochem@nic.in) **Website:** [www.assochem.org](http://www.assochem.org)

3. To appoint a director in place of Mr. Sumant Sinha (DIN: 00972012), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment, to which effect the following resolutions may be passed, if deemed fit as **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Sumant Sinha (DIN: 00972012), who retires by rotation and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

4. To consider and approve the appointment of the Managing Committee Members representing the Patron Members, International Members, and Institutional Members, who are deemed to be nominated, and the Ordinary Members and Professional Members, from whom valid nominations have been received and who, being eligible, have offered themselves for appointment, and, in this regard, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Clauses 5.2.1 and 5.2.2 of the Articles of Association of the Company, and other applicable provisions, if any, the members representing the Patron Members, International Members, and Institutional Members, who are deemed to be nominated, and the Ordinary Members and Professional Members, from whom valid nominations have been received and who, being eligible, have offered themselves for appointment, be and are hereby appointed as Members of the Managing Committee of the Company for the term and in accordance with the rules set out in the Articles of Association, and shall be liable to retire in accordance with the provisions of the Articles of Association.” [\(List of Proposed Managing Committee Members\)](#)

#### **SPECIAL BUSINESS:**

5. To approve the appointment of Mr. Manish Singhal (DIN: 10998913), as Director on the Board of the Company:

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, and the Articles of Association of the Company, **Mr. Manish Singhal (DIN: 10998913)**, who was appointed as an Additional Director of the Company with effect from 26th March, 2025, and who holds office up to the date of this Annual

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General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things, including filing the requisite forms with the Registrar of Companies, issuing necessary notices and communications, and taking all actions as may be required, to give effect to this resolution."

6. To approve the alteration of Clause 2.1.1 and 2.1.4, insertion of new Clause 2.1.8, Clause 5.5.4, Clause 5.8.2(i), Clause 6.1.1 by inserting a new sub-clause (xiv), Clause 2.5, and sub-clauses 6.2(a), 6.2.1(c) and 6.2.1(i) of the Articles of Association of the Company:

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

**"RESOLVED THAT**, pursuant to the provisions of Sections 5 and 14 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals and permissions, as may be required from the Registrar of Companies or any other competent authority, the approval of the Members of ASSOCHAM be and is hereby accorded for the alteration and insertion of the following clauses and sub-clauses in the Articles of Association of the Company, and that these clauses shall be read and interpreted accordingly:\*\*

1. Clause 2.1.1 shall be read as:

*'ASSOCHAM shall consist of the following seven categories of Members:*

*(i) Promoter Chambers;*

*(ii) Patron Members;*

*(iii) Associate Members;*

*(iv) Professional Members;*

*(v) International Members*

*(a) Private Profit-Making Business Entities;*

*(b) Other than Profit-Making Business Entities;*

*(vi) Institutional Members; and*

*(vii) Start-Up Members.'*

2. Clause 2.1.4 shall be read as:

*"Associate Members"*

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**3. New Clause 2.1.8 shall read as:**

***Start-Up Members***

*Start-Up Members shall comprise entities that qualify as a “Start-Up” under the prevailing guidelines issued by the Department for Promotion of Industry and Internal Trade (DPIIT), Ministry of Commerce and Industry, Government of India, or such other authority as may be notified from time to time. These members shall be entitled to participate in the activities of ASSOCHAM and enjoy such rights and privileges as may be determined by the Managing Committee from time to time. However, Start-Up Members shall have no voting rights and shall not be eligible to hold a seat on the Managing Committee.*

**4. Clause 5.5.4 shall be read as:**

*The quorum for a meeting of the Managing Committee shall be one-tenth of its total strength or fifteen members, whichever is higher. The interested member of the Managing Committee shall also be counted towards quorum in such meeting after disclosure of their interest pursuant to Section 184 of Companies Act. If within thirty minutes from the time appointed for a meeting of the Managing Committee a quorum be not present, the meeting shall automatically stand adjourned to the same day in the next week at the same time and place. If at the adjourned meeting also the quorum is not present within thirty minutes of the appointed time, then the members present shall be the quorum.*

**5. Clause 5.8.2(i) shall be read as:**

*After every Annual General Meeting, appoint from amongst the members, as recommended by Special Executive Committee, a President, one Senior Vice President and one Vice President to assume and hold office from the date as may be decided by the Managing Committee for 12 months, and may also appoint not more than four Deputy Presidents to assume and hold office from the date as may be decided by the Managing Committee for 12 months. However, the term of office of all Office Bearers may, with the prior approval of the Special Executive Committee and the Managing Committee, be extended for a period not exceeding four (4) months in the first instance, and may, if deemed necessary, be further extended two (2) times for an additional period not exceeding four (4) months. Provided, however, that the total duration of such extension(s) shall not exceed twelve (12) months in the aggregate. Such extension(s) may be granted in order to ensure continuity in leadership, administrative convenience, or for such other reasons as the Managing Committee may consider appropriate in the interest of the Chamber.*

**6. New sub-clause (xiv) of Clause 6.1.1 shall read as:**

*(xiv) The Managing Committee may, from time to time, delegate and authorise the Special Executive Committee to take such decisions, actions and measures, and to appoint or authorise such person or persons, as may be necessary or expedient for the efficient management and smooth functioning of the Company.*

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**7. Clause 2.5 shall be read as:**

*Any Member who opts to resign from or cease to be an ASSOCHAM member by giving three calendar months' notice in writing to ASSOCHAM of its intention to do so and upon the expiration of the notice such member shall cease to be a member. The resigning member shall also not be entitled for any refunds from ASSOCHAM. The resigned/ceased member shall not be entitled to reinstate as a member unless the said member pays a reinstatement fee as decided by the Membership Development Committee from time to time along with the annual fee, and one (1) month has elapsed from the removal of its name from the Register of Members of ASSOCHAM.*

**8. Sub-clauses 6.2(a), 6.2.1(c) and 6.2.1(i) shall be read as:**

**6.2(a)** *Subject to these Articles, the Special Executive Committee shall constitute a Finance & Audit Committee of ASSOCHAM which would report to the Special Executive Committee on broad issues concerning financial processes, corporate health, and financial affairs of ASSOCHAM. The SEC may share key observations with the Managing Committee for its noting.*

**6.2.1(c)** *The Finance & Audit Committee shall prepare annual budgets, deliberate fund allocation, and approve financial statements of ASSOCHAM. The Committee shall also prepare a report on the aforesaid matters, if required, which shall be placed before the Special Executive Committee for consideration.*

**6.2.1(i)** *To consider and recommend the appointment, reappointment, replacement/removal, dismissal or resignation of the Statutory & Internal Auditors and to oversee the process for selecting the External Auditor, fixation of audit fees and to make appropriate recommendations to the Special Executive Committee.*

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, including filing the altered Articles of Association with the Registrar of Companies, to give effect to this resolution."

**7. To ratify the extension in tenure of Mr. Sanjay Nayar as President of ASSOCHAM for a further period of four (4) months from 30th July, 2025 to 29th November, 2025:**

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

**"RESOLVED THAT** the Members of ASSOCHAM hereby ratify and confirm the extension of tenure of Mr. Sanjay Nayar as President of ASSOCHAM for a further period of four (4) months, commencing from 30th July, 2025 and ending on 29th November, 2025, as was approved by the Managing Committee at its meeting held on 19th July, 2025, in order to ensure continuity in leadership and effective administration of the affairs of the Chamber.

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**RESOLVED FURTHER THAT** Mr. Sanjay Nayar may continue to discharge all duties, responsibilities, and functions of the office of President during the extended tenure, and any Director of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, including executing and filing necessary communications, documents, or intimations with any authority, as may be necessary or expedient to give effect to this resolution.”

**By the Order of the Managing Committee  
For The Associated Chambers of Commerce  
and Industry of India**

**Sd/-  
Manish Singhal  
Secretary General/Director  
DIN: 10998913**

**Date: 01/10/2025  
Place: Delhi**

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## **NOTES FOR MEMBERS' ATTENTION**

### **General Information:**

1. A statement setting out material facts pursuant to the provisions of section 102 of the Act, in respect of special businesses stated at item nos. 4 to 7 is annexed hereto.
2. Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution to ASSOCHAM authorizing their representative to attend the AGM on its behalf and to vote through remote e-voting. The said resolution/authorisation shall be sent to the scrutiniser by e-mail through its registered e-mail address to [csnitinmadaan@gmail.com](mailto:csnitinmadaan@gmail.com).
3. Sections 101 and 136 of the Act read with the rules made thereunder, permit the Listed/public companies to send the Notice of AGM and the Annual Report, including financial statements, Directors' Report, etc., by electronic mode. The Company is accordingly forwarding the soft copies of the above referred documents to all those members who have registered their e-mail IDs the ASSOCHAM. The Annual Report, Notice of AGM, Proxy Form and Attendance Slip are also available on the Company's website **[www.assocham.org /annual-reports](http://www.assocham.org/annual-reports)**.
4. For more details on shareholders' matters, please refer to the chapter on 'General Shareholder Information', included in the Annual Report.
5. The Managing Committee have appointed Mr. Nitin Madaan, Practicing Company Secretary (**ACS No. 36368 & CP No. 20664**) as the Scrutiniser to the e-voting process and voting at the AGM in a fair and transparent manner.
6. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company and make a consolidated Scrutinisers' report of the total votes cast in favour or against, if any, within prescribed timelines and provide the same to the Chairman or any person so authorised by him, who shall countersign the same and declare the result thereof.
7. The results, along with the Scrutiniser's report, shall be communicated to all Members of ASSOCHAM at their registered email addresses.

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### **E-voting related instructions:**

#### **A. Voting through electronic means:**

- i. In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice), the members are provided with the remote e-voting facility to exercise votes on the items of business given in the Notice, through the e-voting services provided by NSDL or to vote at the AGM.
- ii. The members, whose names appear in the Register of members as on **Tuesday, 30 September, 2025** (end of day), being the cut-off date fixed for determining voting rights of members who are entitled to participate in the e-voting process. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- iii. Members can cast their vote through remote e-voting from **Tuesday, 14 October 2025 (9:00 a.m.) till Thursday, 16 October 2025 (5:00 p.m.)**. Voting beyond the said date shall not be allowed and the remote e-voting facility shall forthwith be blocked.
- iv. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
- v. The details of the process and manner for remote e-voting are explained hereinbelow:

### **DETAILED PROCEDURE FOR REMOTE E-VOTING BEFORE THE AGM / REMOTE E-VOTING DURING THE AGM IS PROVIDED IN THE NOTES TO THE NOTICE OF THE AGM**

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

- a) The details of the process and manner for remote e-Voting are explained herein below  
Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>.  
Step 2: Cast your vote electronically on NSDL e-Voting system.

#### **Details on Step 1 is mentioned below:-**

- i. Open e-mail and also open PDF viz. "Assocham.pdf" with your Membership ID as password. The said PDF file contains your user ID and password for e-voting.

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**Note:** To open PDF file, Membership number should be used alphanumeric only without any special character (like /, -, \ etc ). For example, if membership number is ABC-123 then user ABC123 to open PDF file.

- ii. Members can also use the OTP (One Time Password) based login (if mobile number and /or email id is registered with ASSOCHAM) for casting the votes on the e-Voting system of NSDL. Insert the User-id and if the **OTP** option is selected, Insert Verification Code and agree to all terms and conditions. NSDL system will automatically send a One Time Password (OTP) on your registered mobile number and/or E-mail id. Post insertion of the correct OTP, the member will be prompted to the NSDL E-Voting page.
- iii. Open the internet browser by typing the following URL:  
<https://www.evoting.nsdl.com>.
- iv. Click on “Shareholder/Member – Login”.
- v. After you click on the “Login” button, Home page of e-Voting will open.
- vi. Please enter the user ID and password provided in the PDF file attached with the e-mail.
- vii. During first time login, the system will ask to reset your password. (Your new password must contain minimum one Capital, one Special character. one numeric and minimum of 8 digits)
- viii. Once you reset the password, system will ask you to login again. Enter user id, verification code and password (set by you).

**Details on Step 2 is given below: -**

- i. After successful login at Step 1, you will see “EVEN” (E-Voting Event Number)
- ii. Click “EVEN 120130” (E-Voting Event Number) of The Associated Chambers of Commerce and Industry of India. Now you are ready for remote e-voting as Cast Vote page opens.
- iii. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted. Upon confirmation, the message “Vote cast successfully” will be displayed.
- iv. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

In case of any queries, call on **022 - 48867000** or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM**

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#### **ARE AS UNDER: -**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be present in the AGM through physically 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 in the AGM.
3. 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.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.
6. Members facing any technical issue in login for voting purpose before/during the AGM can contact NSDL helpdesk by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or call at: **022 - 4886 7000**.
7. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, Membership number, PAN and mobile number at [harish.sharma@assocham.com](mailto:harish.sharma@assocham.com) between 14/10/2025 (9.00 a.m. IST) and 16/10/2025 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker 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.

#### **Voting facility at AGM:**

- i. In addition to the remote e-voting facility as described above, the Company has made voting facility available at the venue of the AGM through electronic voting system and members attending the meeting, who have not already cast their votes by remote e-voting, shall be able to exercise their right at the meeting.
- ii. Members who have cast their votes through remote e-voting prior to the meeting may attend the meeting but shall not be entitled to cast their vote again.

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## Live Webcast of AGM:

The Company is providing facility of one-way live webcast of the proceedings of AGM. Members who are entitled to participate in the AGM can view the proceedings of AGM by logging on the e-voting website of NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com) using their secure login credentials, provided for e-voting or using the registered mobile number and OTP option.

Members may join the Meeting through laptops, smartphones, tablets and iPads for better experience. Further, Members are recommended to use stable internet (Wi-Fi or LAN) to avoid any disturbance during the Meeting.

## Other information's:

- i. In view of the relaxation provided by MCA vide MCA Circulars, Notice of the AGM along explanatory statement (collectively referred to as 'Notice') is being sent only through email to all Members as on **October 03, 2025**, on their registered email id with the Company and no physical copy of the same would be dispatched.
- ii. The Members who have not yet registered their e-mail ids with the Company or wishes to update their registered email id, may send request for the same by writing at ([membership@assocham.com](mailto:membership@assocham.com)) or call on +91- (7838981998) for any assistance.
- iii. Members and Participants to whom this notice is being circulated, are allowed to submit their questions 48 hours in advance from their registered email address, to reach the Company's email address ([harish.sharma@assocham.com](mailto:harish.sharma@assocham.com)). Such questions by the participants shall be taken up during the Meeting and replied by the Company suitably.
- iv. Members/proxies are requested to bring the attendance slip duly filled and signed along with the identity proof at the meeting for the purpose of identification.
- v. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote on his/her behalf. As per sub-rule (1) of Rule 19 of the Companies (Management and Administration) Rules, 2014, in the case of a Section 8 company, the proxy must also be a Member of the Company. No person other than a Member shall be entitled to act as a proxy. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's registered office not less than **forty-eight hours** before the commencement of the meeting.
- vi. The Route map for directions to the venue of the meeting is provided in this notice.
- vii. Members attending in person at the AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.

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- viii. The documents referred herein and in explanatory statement, if any along with Register of Directors and Key Managerial Personnel and their shareholding and Register of Contract & Arrangement in which directors are interested are available for inspection by the Members at Registered Office of the Company on all working days during the business hours between 11:00 A.M. to 04:00 P.M. up to the date of Annual General Meeting and will also be available for inspection at the Meeting.
- ix. Auditors may be exempted to attend Annual General Meeting under Section 146 of the Companies Act, 2013 as per their consent

**By the Order of the Managing Committee  
For The Associated Chambers of Commerce  
and Industry of India**

**Sd/-  
Manish Singhal  
Secretary General/Director  
DIN: 10998913**

**Date: 03/10/2025  
Place: Delhi**



## ANNEXURE TO THE NOTICE

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

Pursuant to Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to Item No. 4 to 7 of the accompanying notice of the Annual General Meeting to be held on Friday, 17th October, 2025.

**Item No. 4: To consider and approve the appointment of the Managing Committee Members representing the Patron Members, International Members, and Institutional Members, who are deemed to be nominated, and the Ordinary Members and Professional Members, from whom valid nominations have been received and who, being eligible, have offered themselves for appointment.**

The business under Item No. 4 of the accompanying Notice pertains to the appointment of the Members of the Managing Committee of ASSOCHAM for the ensuing term, in accordance with the provisions of the Articles of Association of the Company.

As per Clause 5.2 and other clauses of the Articles of Association, the Managing Committee shall comprise representatives from various categories of Members, including Promoter Chambers, Patron Members, International Members, Institutional Members, Ordinary Members, and Professional Members, who are either deemed to be nominated or are appointed on the basis of valid nominations received.

For the current year, the position is as follows:

#### **1. Promoter Chambers and Patron Members**

The number of seats allocated to the Promoter Chambers and Patron Members in the Managing Committee is greater than the number of such Members presently on the rolls of ASSOCHAM. Accordingly, no nomination process was required to be undertaken for these categories. Further, as no nominations or confirmations were received from the Promoter Chambers for representation on the Managing Committee, no Promoter Chamber has been proposed for appointment to the Managing Committee.

The Patron Members are therefore deemed to be nominated for appointment to the Managing Committee.

**THE ASSOCIATED CHAMBERS OF COMMERCE AND INDUSTRY OF INDIA**

(CIN: U91990DL1920NPL008223)

**ASSOCHAM Registered office:** 4th Floor, YMCA Cultural Centre and Library Building 1, Jai Singh Road, New Delhi-110001, Delhi, India

**Tel.:** +91-11-4655055 (Hunting Line) **E-mail:** [assochem@nic.in](mailto:assochem@nic.in) **Website:** [www.assochem.org](http://www.assochem.org)





## **2. International Members and Institutional Members**

As per the provisions of Clauses 2.1.6 and 2.1.7 of the Articles of Association, the International Members and Institutional Members are required to be nominated/re-nominated each year and shall retire during the elections of the Managing Committee. These categories of members are deemed to be appointed to the Managing Committee by virtue of their membership in the Chamber, and accordingly, no separate nomination process is required. Their membership itself is sufficient to establish their nomination and appointment to the Managing Committee.

## **3. Ordinary Members**

The number of seats available in the Managing Committee for Ordinary Members is 72. Against these seats, 13 valid nominations have been received from eligible Ordinary Members who, being eligible, have offered themselves for appointment.

## **4. Professional Members**

The number of seats available in the Managing Committee for Professional Members is 08. Against these seats, 06 valid nominations have been received from eligible Professional Members who, being eligible, have offered themselves for appointment.

A consolidated list of all categories of Members proposed for appointment to the Managing Committee, including Patron Members, International Members, and Institutional Members, who are deemed to be nominated, as well as Ordinary Members and Professional Members from whom valid nominations have been received, is enclosed with the Notes to this Notice for the reference of the Members.

The Managing Committee, after due consideration, recommends the resolution set out at Item No. 4 of the Notice for the approval of the Members by way of an **Ordinary Resolution**.

None of the Directors, Key Managerial Personnel, or their relatives are, in any manner, concerned or interested, financially or otherwise, in the resolution, except to the extent of their appointment/nomination to the Managing Committee.

**Item No. 5: To approve the appointment of Mr. Manish Singhal (DIN: 10998913), as Director on the Board of the Company.**

The business under Item No. 5 of the accompanying Notice relates to the appointment of **Mr. Manish Singhal (DIN: 10998913)** as a Director on the Board of the Company.

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Mr. Manish Singhal assumed charge as the **Secretary General of the Chamber** with effect from **2nd January, 2025**, following the completion of the tenure of the erstwhile Secretary General, Mr. Deepak Sood. Considering the pivotal role of the Secretary General in overseeing the day-to-day operations of the Chamber, representing it before stakeholders, and ensuring effective execution of Board decisions, the Managing Committee is of the view that it is essential for the Secretary General to also serve on the Board. His induction will strengthen decision-making, provide continuity in operations, and facilitate effective representation of the Chamber before government authorities, regulatory bodies, and other external agencies.

In line with the above, the **Managing Committee, at its meeting held on 26th March, 2025**, appointed Mr. Manish Singhal as an **Additional Director** of the Company in terms of Section 161 of the Companies Act, 2013, to hold office up to the date of this Annual General Meeting. Subsequently, the **Managing Committee, at its meeting held on 22nd September, 2025**, recommended his appointment as a Director of the Company.

The Members are now requested to approve the appointment of Mr. Manish Singhal as a **Director liable to retire by rotation**, pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013, read with the Articles of Association of the Company.

The Managing Committee is of the opinion that the appointment of Mr. Manish Singhal will be in the best interests of the Company and, accordingly, commends the resolution set out at Item No. 5 of the Notice for approval of the Members as an **Ordinary Resolution**.

None of the Directors, Key Managerial Personnel, or their relatives, except Mr. Manish Singhal to the extent of his appointment, are in any way concerned or interested, financially or otherwise, in the resolution.

<b>Name</b>	Mr. Manish Singhal (DIN: 10998913)
<b>Age</b>	59 years
<b>Date of Appointment</b>	26/03/2025
<b>Educational Qualification</b>	Mr. Singhal has master's degree in international business from Indian Institute of Foreign Trade (IIFT) and B.E (Mechanical) degree from Delhi College of Engineering, post his schooling from St. Xaviers, Delhi.
<b>Experience / Expertise in Specific Area</b>	Mr. Singhal had earlier worked at FICCI (Federation of Indian Chambers of Commerce and Industry) for over 121/2, years, which is another Apex National Chamber of India. During his carrier at FICCI, he held various responsibilities covering international relations, Research, Exhibitions,

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	resources conservation consulting and capacity building, beside IT and Digitalization.
<b>Terms and Conditions of Appointment</b>	As per Articles of Association and as per the Appointment Agreement.
<b>Directorship held in other Companies</b>	a) Karnataka Digital Economy Mission b) National Skill Development Corporation
<b>Membership/Chairmanship of Committees of other Companies</b>	Nil
<b>Disclosure of relationship between Directors inter-se in The Associated Chambers of Commerce and Industry of India</b>	No such relationship between Directors inter-se.
<b>Attendance in Managing Committee meetings held during his tenure in the financial year ending 31<sup>st</sup> March, 2025</b>	Attended two meetings in the capacity of Secretary General, and not in the position of Director of the Company.

**Item No. 6:** To approve the alteration of Clause 2.1.1 and 2.1.4, insertion of new Clause 2.1.8, Clause 5.5.4, Clause 5.8.2(i), Clause 6.1.1 by inserting a new sub-clause (xiv), Clause 2.5, and sub-clauses 6.2(a), 6.2.1(c) and 6.2.1(i) of the Articles of Association of the Company.

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in Item No. 6 of the Notice:

The Managing Committee, in its meetings held on 19th July 2025 and 22nd September 2025, after due deliberations, approved certain amendments to the Articles of Association of the Company to strengthen governance, enhance operational flexibility, and align the provisions with contemporary industry practices and requirements. The details of the proposed amendments are as under:

#### **1. Amendment to Clause 2.1.1 and Clause 2.1.4**

It is proposed to rename the concerned membership category as “**Associate Members**” in order to better reflect the status, engagement, and value proposition offered to such members. The nomenclature “**Associate Members**” is more inclusive, business-friendly, and consistent with the terminology used by leading industry associations.

This amendment involves only a change in name and does not affect the existing rights, privileges, or obligations of such members.

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## **2. Insertion of new Clause 2.1.8- Introduction of 'Start-Up Members'**

A new category of membership, 'Start-Up Members', is proposed to be introduced to address the specific policy advocacy, networking, and capacity-building requirements of start-ups and entrepreneurial ventures.

The creation of this category will enable ASSOCHAM to actively engage with the start-up ecosystem, foster innovation, and extend focused support through advocacy, representation, and growth facilitation.

## **3. Amendment to Clause 5.5.4 – Revision of Quorum**

It is proposed to amend Clause 5.5.4 to revise the quorum requirement for Managing Committee meetings to one-tenth of the total strength of the Managing Committee or fifteen members, whichever is higher.

This amendment seeks to balance adequate representation with operational feasibility, thereby ensuring timely and effective decision-making while upholding participatory governance standards.

## **4. Amendment to Clause 5.8.2 – Extension of Tenure of Office Bearers**

The existing provision is proposed to be amended to allow the tenure of Office Bearers to be extended for an initial period not exceeding four (4) months, with the option of granting up to two additional extensions, each not exceeding four (4) months. The total cumulative extension shall, however, not exceed twelve (12) months.

This change will provide structured flexibility in exceptional or transitional circumstances, ensuring leadership continuity and stability while maintaining the principle of periodic rotation.

## **5. Amendment to Clause 6.1.1 – Insertion of new sub-clause (xiv)**

A new sub-clause (xiv) is proposed to be inserted under Clause 6.1.1 to empower the Managing Committee to delegate specific powers to the Special Executive Committee (SEC).

The delegation may cover:

- Authorisation and modification of banking operations,

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- Execution and filing of applications, petitions, and documents under applicable laws,
- Approval of new memberships, changes, and cessations as recommended by the Membership Development Committee,
- Appointment or cessation of Directors in accordance with the Companies Act, 2013 and the Articles of Association, subject to due intimation to the Managing Committee.

This amendment aims to enhance operational efficiency and facilitate timely execution of critical matters.

#### **6. Amendment to Clause 2.5 - Cooling Period for Re-joining Membership**

It is proposed to reduce the cooling period for reinstatement of membership from six (6) months to one (1) month, thereby enabling smoother and quicker re-engagement of members while maintaining governance discipline.

#### **7. Amendments to Sub-clauses 6.2(a), 6.2.1(c) and 6.2.1(i)**

The existing provisions vest certain powers relating to the constitution of the Finance & Audit Committee, presentation of reports, and recommendation by Finance & Audit Committee for appointment/re-appointment/removal and remuneration of Statutory, Internal, and External Auditors to the Managing Committee.

It is proposed that these powers be delegated to the Special Executive Committee (SEC) to enable quicker decision-making in financial and governance matters, while the Managing Committee continues to retain its overall supervisory role.

The proposed amendments require the approval of Members by way of a **Special Resolution**, pursuant to the provisions of **Sections 14 and 102 of the Companies Act, 2013**, read with the applicable rules framed thereunder.

The Managing Committee considers that the proposed amendments are in the best interest of the Company and its stakeholders. Accordingly, the resolution set out at **Item No. 6** of the Notice is recommended for approval of the Members as a **Special Resolution**.

None of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the proposed resolutions, except to the extent of their membership in the Company, if any.

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**Item No. 7:** To ratify the extension in tenure of Mr. Sanjay Nayar as President of ASSOCHAM for a further period of four (4) months from 30th July, 2025 to 29th November, 2025.

The Item No. 7 of the Notice relates to the ratification of the extension in tenure of **Mr. Sanjay Nayar** as **President of ASSOCHAM** for a further period of four (4) months, from **30th July, 2025 to 29th November, 2025**.

The Managing Committee, at its meeting held on **19th July, 2025**, approved the extension of the tenure of Mr. Sanjay Nayar as President to ensure continuity in leadership and effective governance of ASSOCHAM during the transitional period. The extension was considered necessary to provide stability in the administrative functions, policy advocacy initiatives, and strategic activities of the Chamber.

The Members are now requested to ratify the decision of the Managing Committee with respect to the extension of Mr. Sanjay Nayar's tenure as President.

The Managing Committee believes that ratifying this extension is in the best interest of the Chamber and will ensure seamless continuation of its activities and objectives.

The Managing Committee is of the view that the proposed ratification is in the best interest of the Association. Accordingly, the resolution set out at **Item No. 7** of the Notice is recommended to the Members for approval as a **Special Resolution**.

None of the Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, except Mr. Sanjay Nayar to the extent of his appointment.

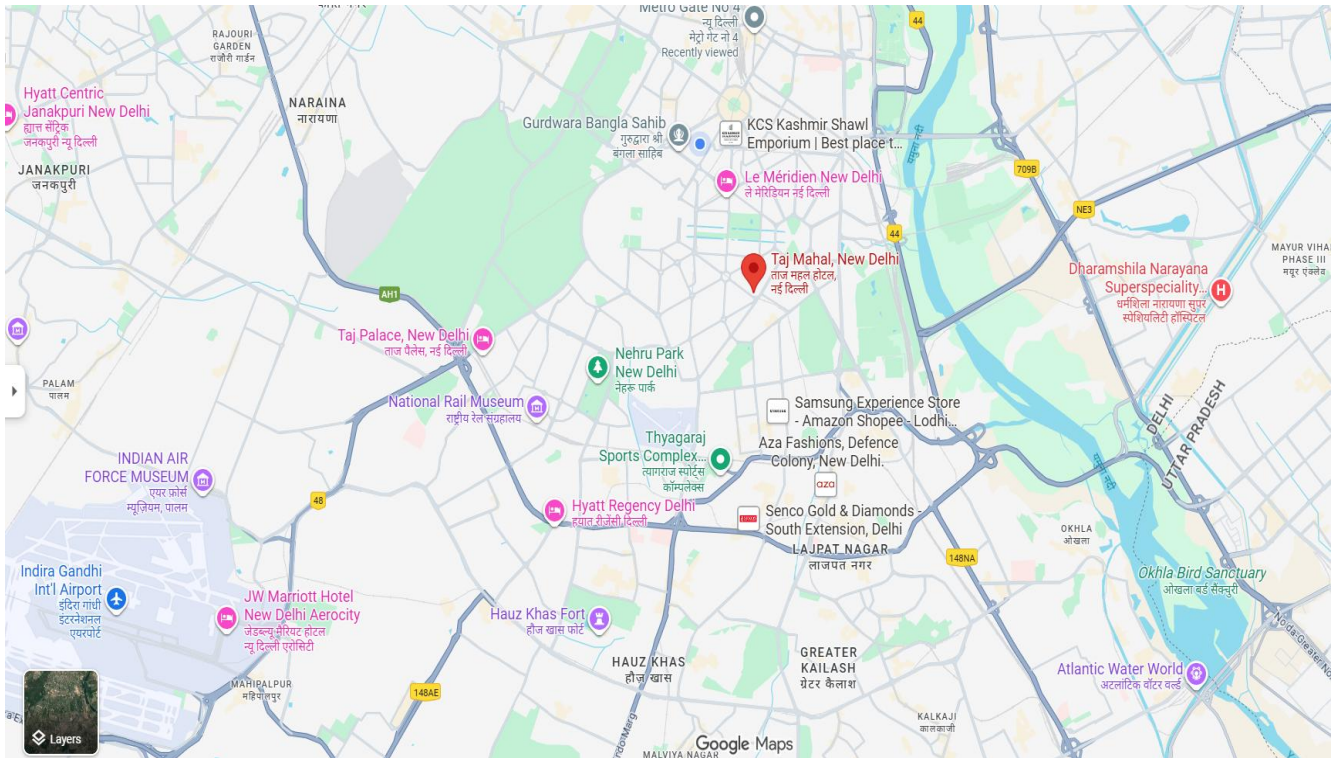
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## ROUTE MAP TO THE VENUE OF THE MEETING



Scan using the camera app for  
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venue

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**PROXY FORM**  
**Form No. MGT-11**

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN	U91990DL1920NPL008223
Name of the Company	The Associated Chambers of Commerce and Industry of India (ASSOCHAM)
Registered office	4th Floor, YMCA Cultural Centre & Library Bldg 1 Jai Singh Road, Central Delhi, New Delhi-110001, Delhi, India

Name of the member(s)	:
Registered address	:
E-mail ID	:
Folio No/Client ID	:

I/We, being the member(s) of the above-named company, hereby appoint:

1. Name: .....  
Address: .....  
E-mail Id: .....  
Signature: ....., or failing him

2. Name: .....  
Address: .....  
E-mail Id: .....  
Signature: ....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **105<sup>th</sup> Annual General Meeting** of the Company, to be held on the **Friday, 17<sup>th</sup> day of October, 2025** at **10:00 A.M.** at registered office of the company **The Taj Mahal Hotel, Number One, Man Singh Road, South Block, Man Singh Road Area New Delhi - 110011, India** and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Ordinary Business	For	Against
1.	To receive, consider and adopt the Financial Statements consisting of Balance Sheet, Statement of Income and Expenditure and the Cash Flow Statement for the Financial Year ended on 31st March 2025 together with the Auditors' Report and Directors' Report thereon.		
2.	To appoint a director in place of Mr. Niranjana Lakhumal Hiranandani (DIN: 00011923), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.		
3.	To appoint a director in place of Mr. Sumant Sinha (DIN: 00972012), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.		
4.	To consider and approve the appointment of the Managing Committee Members representing the Patron Members, International Members, and Institutional Members, who are deemed to be nominated, and the		

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	Ordinary Members and Professional Members, from whom valid nominations have been received and who, being eligible, have offered themselves for appointment.		
	<b>Special Business</b>		
5.	To approve the appointment of Mr. Manish Singhal (DIN: 10998913), as Director on the Board of the Company.		
6.	To approve the alteration of Clause 2.1.1 and 2.1.4, insertion of new Clause 2.1.8, Clause 5.5.4, Clause 5.8.2(i), Clause 6.1.1 by inserting a new sub-clause (xiv), Clause 2.5, and sub-clauses 6.2(a), 6.2.1(c) and 6.2.1(i) of the Articles of Association of the Company.		
7.	To ratify the extension in tenure of Mr. Sanjay Nayar as President of ASSOCHAM for a further period of four (4) months from 30th July, 2025 to 29th November, 2025.		

Signed this \_\_\_\_\_ of \_\_\_\_\_ 2025

Affix Revenue  
Stamp

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder  
across Revenue Stamp

#### Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
2. A Proxy has to be a member of the Company.
3. For Resolutions, Explanatory Statements and Notes, please refer to the Notice of 105th Annual General Meeting.
4. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

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## **ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting hall)

**105th Annual General Meeting to be held on Friday, 17th October 2025 at 10:00 AM. IST at The Taj Mahal Hotel, Number One, Man Singh Road, South Block, Man Singh Road Area New Delhi – 110011, India**

Full name of the members attending \_\_\_\_\_  
(In block capitals)

Membership No. \_\_\_\_\_

Name of Proxy \_\_\_\_\_

(To be filled in, if the proxy attends instead of the member)

I certify that I am a registered member / proxy for the registered member of ASSOCHAM and hereby record my presence at the 105th Annual General Meeting to be held on Friday, 17th October 2025 at 10:00 A.M. at its registered office at **The Taj Mahal Hotel, Number One, Man Singh Road, South Block, Man Singh Road Area New Delhi – 110011, India.**

\_\_\_\_\_  
**Member's/Proxy's Signature**

Note:

1. Please fill this attendance slip and hand it over at the Venue.
2. Only members of the Company and/or their proxy will be allowed to attend the meeting.

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## E-VOTING

User who wishes to opt for remote e-voting may use the following login credentials:

EVEN (E-voting Event No.)	User ID	Password

**Note:**

- Instructions for remote e-voting procedure are given in the Notice of Annual General Meeting.

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