



CIN: L74140DL1991PLC340407

Regd Off: 510, Ambadeep Building, K.G. Marg, New Delhi - 110001

NOTICE

Notice is hereby given that the 28th Annual General Meeting of the members of IM+ Capitals Limited (L74140DL1991PLC340407) will be held at **YWCA Building, Constantial Hall, 1 Ashoka Road, Connaught Place New Delhi-110001 on Thursday, September 26, 2019 at 2.30 P.M.** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statement of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
2. To re-appoint Statutory Auditors of the company from the conclusion of this meeting till the conclusion of 33rd Annual General Meeting and to authorise the board or committee thereof to fix their remuneration in this regard and to consider and if thought fit, to pass with or without modification(s) the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act 2013 read with Companies (Audit and Auditors) Rules 2014 (including any Statutory modification (s) or re-enactments thereof for the time being in force and as recommended by the Board of Directors, M/s Doogar and Associates, Chartered Accountants be & is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of 33rd Annual General Meeting on such remuneration as may be fixed by the board or committee thereof."
3. To appoint a director in place of Mr. Pradeep Misra (DIN 01386739), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. To regularize the appointment of Ms. Richa Misra (DIN: 00405282) as Director of the Company and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Ms. Richa Misra (DIN: 00405282), who was appointed as an additional director in terms of Section 161 of the Companies Act, 2013 holds the office up to the date of this Annual General Meeting and in respect of whom the company has received a notice from a shareholder of the company under section 160(1) of the Companies Act, 2013 proposing her candidature for the office of the Director be and is hereby appointed as Director of the Company.
5. Re-appointment of Mr. Nileshkumar Jain, Manager of Company and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereof, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded to the re-appointment of Mr. Nileshkumar Jain as Manager of the Company for the period of (03) three years with effect from 11th February 2019 on such terms and conditions as set out in the Explanatory Statement

annexed to this Notice convening this meeting, with liberty and power to the board of directors, in the exercise of discretion, to grant increments and to alter and vary from time to time the terms and conditions of the said appointment, subject to the same not exceeding the limits specified under schedule V of the Companies Act 2013 or any statutory modifications or re- enactment thereof.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

6. Approval/ Ratification of Related Party Transactions:

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013 (“Act”) & other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 & Related Party transaction policy of the company, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with Paarth Infrabuild Private Limited, related party of Company within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for providing Sale advisory service to various projects of PIPL or such other services, for a period of 03 (Three) years, i.e. for F.Y 2019-20, F.Y 2020-21 & F.Y 2021-22, up to such maximum amounts as provided below & on such terms & conditions as the Board may think proper in the best interests of the Company, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company. –

| S. No. | Name of the Related Party | Relationship | Maximum Value of Transaction | Nature of Transaction | Proposed time for transaction |
|--------|--|---|------------------------------|---|--------------------------------|
| 1 | Paarth Infrabuild Private Limited (PIPL) | Enterprise having significant influence | 3 Crores | Providing Sale advisory service to various projects of PIPL | F.Y 2019-20, 2020-21 & 2021-22 |

RESOLVED FURTHER THAT the board of Directors of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper and expedient and to give effect to this resolution.”

**By order of the Board of Directors
For IM+ Capitals Limited**

Place: New Delhi
Date:13/08/2019

Pradeep Misra
Director (Chairman)
DIN: 01386739

NOTES:

1. A Statement under Section 102 of the Companies Act, 2013 (“Act”) relating to Item No. 4, 5 & 6 as mentioned above is annexed hereto & as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself / herself and a proxy need not be a member of the Company. The instrument of Proxy in order to be effective should be deposited at its Registered Office of the Company not later than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf

of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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 a proxy for any other person or shareholders.

3. The Register of Members and the Share Transfer Books of the Company will remain closed from 20th September 2019 to 26th September 2019 (both days inclusive), being the date of Book closure.
4. Members are requested to affix their signatures at the space provided on the attendance slip annexed to proxy form and handover the slip at the entrance of the meeting hall. Corporate members are requested to send a duly certified copy of the board resolution /power of attorney authorizing their representatives to attend and vote at the Annual General Meeting, together with duly certified signatures of such representatives.
5. Members desiring any information mentioned in the Notice and accompanying statement shall be available for inspection by Members at the Registered Office of the Company. Further, Members are requested to send their queries, if any, on any financials or any other information relating to business to the registered office of the Company on or before 17th September 2019 so that management is prepared to reply to the queries on the day of AGM.
6. The business set out in the notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this notice under Note No. 12.
7. Members are requested to notify immediately any change in their address, transfer and transmission of shares, issue of duplicate share certificates, bank mandates, dividend and all other matters relating to the shareholding in the Company may be made directly to the M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent (RTA) for shares held in physical form and to their respective Depository Participant(s) for shares held in electronic form.
8. Members/ Proxies should bring the Attendance slip duly filled in for attending the meeting and are further requested to bring their copies of the Annual Report at the Annual General Meeting.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar & Share Transfer Agent.
10. The securities of the Company are listed on BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 and the annual listing fee has been paid to it for the financial year 2019-20.
11. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving paperless communication including Annual report, notices, circulars, etc. from the Company electronically.

12. E-VOTING:-

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time. The Company is pleased to provide E-voting facility through **Link Intime India Private Limited (LI IPL)**, for all shareholders of the Company to enable them to cast their votes electronically on the items mentioned in this notice of the 28th Annual General Meeting of the Company.

The Company has appointed Mr. Pradeep Debnath (FCS-6654), Practising Company Secretary as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company.

The instructions for E-Voting are as under:

1. Visit the e-voting system of LI IPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.

2. Click on "Login" tab, available under "Shareholders" section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
4. Your User ID details are given below:
 - a) **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b) **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
 - c) **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company.
5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under Shareholders section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

| | |
|-----------------------|--|
| | For Shareholders holding shares in Demat Form or Physical Form |
| PAN | Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> • Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field. |
| DOB/ DOI | Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format. |
| Dividend Bank Details | Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> • Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction (iv). |

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Cast your vote electronically

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the company, you choose to vote.
7. On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under „Favour/Against‘. You may also choose the option ‘Abstain‘ and the shares held will not be counted under ‘Favour/Against‘.

8. If you wish to view the entire Resolution details, click on the "View Resolutions" File Link.
9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

General Guidelines for shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please click here or you may refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to insta.vote@linkintime.co.in

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

ITEM NO: 4 REGULARISATION OF MRS. RICHA MISRA (DIN: 00405282) AS DIRECTOR OF COMPANY

Mrs. Richa Misra (DIN: 00405282) who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 effective from 13th February, 2019 holds office up to the date of this Annual General Meeting and is eligible for appointment as a Director.

Mrs. Richa Misra is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013.

Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Richa Misra as Director, for the approval by the shareholders of the Company.

Mr Pradeep Misra, Director & Promoter is interested in this resolution.

ITEM NO:5 RE-APPOINTMENT OF MR. NILESHKUMAR JAIN AS MANAGER OF COMPANY FOR A PERIOD OF 03 (THREE) YEARS

Mr. Nileshkumar Jain was appointed as Manager of Company in the Board meeting held on 12th February 2016, which was further ratified by the shareholders in the 25th Annual General Meeting (AGM) of Company for a term of five years from the date of appointment, i.e. from 12th February 2016 to 11th February 2021. However an individual appointed under the provision of schedule V of the Companies Act 2013 cannot be appointed for a period

exceeding three years. Therefore, there is requirement for re-appointment of Mr. Nileshkumar Jain as Manager of Company for a further period of three years with effect from 12th February 2019.

Profile of Mr. Nileshkumar Jain is given hereunder for reference of Shareholders:

| | |
|---------------------------------|-------------------------|
| Name: | Nileshkumar Jain |
| Date of Birth: | 24/03/1987 |
| Nationality: | Indian |
| Shareholding in Company: | Nil |

So, your directors on the recommendations of Nomination & Remuneration Committee, propose the re-appointment of Mr. Nileshkumar Jain as Manager of Company for a period of three years commencing from 12th February 2019 to 11th February 2022.

A summary of material terms and conditions relating to the re-appointment of Mr. Nileshkumar Jain as Manager of Company are as follows:

- (i) Term: for a period of three Years commencing from 12th February 2019 to 11th February 2022
- (ii) Remuneration: Gross Salary – Rs. 21,39,414/- per annum, upto maximum Rs. 30,00,000 per annum with liberty and power to the board of directors, to grant increments and to alter and vary from time to time the terms and conditions of the said appointment, subject to the same not exceeding the limits specified.
- (iii) Reimbursement of expenses on mobile phone as per the rules of Company
- (iv) Other perquisites including PF, Gratuity & leave encashment as applicable to other employees of Company

OTHER TERMS AND CONDITIONS

- a) He shall not become interested or otherwise concerned directly or through his wife and/or minor children in any selling agency without prior approval of the Central Government.
- b) The appointment may be terminated by the Company or by Mr. Nileshkumar Jain by giving not less than three months' prior notice in writing.

The Directors are of the opinion that Mr. Nileshkumar Jain knowledge and experience will be of benefit to the Company. The Board, therefore, recommends the acceptance of the Resolution set out in the Notice convening the Meeting.

Other Information about the appointee

| | |
|--|--|
| Background details | Mr. Nileshkumar Jain has passed Final examinations of Institute of Cost and Management Accountants of India (ICMAI) and has more than 8 years experience |
| Job Profile and his suitability | Company engaged in financial, investment services & Consultancy Services and Qualification of Mr Jain is suitable for the Management of Organisation |
| Remuneration proposed | Details of proposed remuneration are presented above |
| Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates therelevant details would be with respect to the Country of origin) | Remuneration is as per within the provisions of Companies Act, 2013 & is comparable with similar size financing and Investing service Company |
| Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel if any | No |

The Board recommends the Resolution as mentioned in the Notice for your approval.

None of the Director or Key Managerial Personnel except Mr. Nileshkumar Jain, is interested in this resolution.

ITEM NO: 6 APPROVAL ON MATERIAL RELATED PARTY TRANSACTIONS:

M/s Paarth Infrabuild Private Limited (PIPL) is solely engaged in the development & construction of high rise residential & commercial projects all over India. Your Company has entered into agreements for its various projects to provide Sales advisory service to **M/s Paarth Infrabuild Private Limited (PIPL)**.

Further, Section 188 of the Act and the applicable Rules framed thereunder provide that any Related Party Transaction shall require prior approval of shareholders through ordinary resolution, if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Accordingly, transaction(s) entered into with PIPL comes within the meaning of Related Party transaction(s) in terms of provisions of the Act, applicable Rules framed thereunder read with the Listing Regulations.

The value of proposed aggregate transactions with PIPL is likely to exceed the said threshold limit. However, it would not be feasible to predict the total transaction value as its depends upon the sales achieved.

However, your company expect maximum amount of transaction to be Rs. 3,00,00,000/- (Rupees Three Crores only) per year and it will continue for a period of 03 (three) years.

Hence, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with PIPL in the financial year 2019-20, 2020-21 & 2021-22.

Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, particulars of the transactions with PIPL are as follows:

| S. No | Particulars | Remarks |
|-------|---|---|
| 1. | Name of the Related Party | Paarth Infrabuild Private Limited (PIPL) |
| 2. | Name of the Director or KMP who is related | Mr. Pradeep Misra, director & Promoter of company; |
| 3. | Nature of Relationship | Enterprise having significant influence |
| 4. | Nature, material terms, monetary value and particulars of the Contract or arrangement | All transactions are proposed to be carried out on a continuous basis, in ordinary course of business at arms' length price. Details of maximum monetary value and particulars of Contract or arrangement are given in resolution & explanatory statement. |
| 5. | Any other information relevant or important for the members to take a decision on the proposed resolution | None |

Hence, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with PIPL

Mr Pradeep Misra, Director & Promoter is interested in this resolution.

Your board requires this resolution to be passed as Special resolution.

Your board recommends passing of the resolution as set out at item no. 6 of this Notice as Special resolution.

By order of the Board of Directors
For **IM+ Capitals Limited**

Place: New Delhi
Date: 13/08/2019

Pradeep Misra
Director (Chairman)
DIN: 01386739

ANNEXTURE TO THE AGM NOTICE

Information Regarding Appointment/Re Appointment of a Director

| | | |
|--|---------------------------|---------------------|
| Name of the Director | Mr. Pradeep Misra | Mrs. Richa Misra |
| DIN | 01386739 | 00405282 |
| Date of Birth | 17/09/1968 | 06/2/1969 |
| Date of Appointment | 20/10/2014 | 13/02/2019 |
| Qualification | B.Tech, Civil Engineering | Graduation |
| Directorship of other Limited Co as on 31.03.2019 | 03 | 02 |
| Chairman/Member of Committees of other Limited co as on 31.03.2019 | NIL | NIL |
| Shareholding | 362193 Equity shares | 93320 Equity shares |

Form No. MGT-11

Proxy form

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

CIN: L74140DL1991PLC340407
 Name of the Company: IM+ Capitals Limited
 Registered office: Office No: 510, Ambadeep Building, 14th KG Marg, New Delhi-110001

| |
|------------------------|
| Name of the Member(s): |
| Registered address: |
| E-mail Id: |
| Folio No/ Clint Id: |
| DP ID |

I/ We being the member of IM+ Capitals Limited holding shares, hereby appoint:

| |
|------------|
| 1. Name |
| Address: |
| E-mail Id: |
| Signature: |

or failing him

| |
|------------|
| 2. Name |
| Address: |
| E-mail Id: |
| Signature: |

or failing him

| |
|------------|
| 3. Name |
| Address: |
| E-mail Id: |
| Signature: |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 28th Annual General Meeting of members of the Company, to be held on Thursday, September 26, 2019 at YWCA Building, Constantia Hall, Ashoka Road, New Delhi-110001 at 2:30 P.M, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statement of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
2. To re-appoint Statutory Auditors of the company from the conclusion of this meeting till the conclusion of 33rd Annual General Meeting
3. To appoint a director in place of Mr. Pradeep Misra (DIN 01386739), who retires by rotation in terms of section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment;
4. To regularize the appointment of Ms. Richa Misra (DIN: 00405282) as Director of the Company;
5. To re-appoint Mr. Nileshkumar Jain as Manager of Company for a period of 03 (Three) years;
6. **Approval/ Ratification of Related Party Transaction and in this regard to consider, and if thought fit, to pass with or without modification(s), the resolution as Special Resolution.**

Signed this day of 2019

Signature of Shareholder

Signature of Proxy holder(s)



Note: 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.

IM+ CAPITALS LIMITED
CIN: L74140DL1991PLC340407

Registered office: 510, Ambadeep Building, 14th KG Marg, New Delhi-110001
Email: imcapitalslimited@gmail.com, Website: www.imcapitals.com

BALLOT FORM (In lieu of E-Voting at the Annual General Meeting)

| | | |
|---|--|--|
| 1 | Name of the Sole/First Member | |
| 2 | Name(s) of the Joint Member(s), if any | |
| 3 | Registered Folio No./DP ID /Client ID | |
| 4 | Number of shares held | |

I, We hereby exercise my/our vote in respect of the Resolution(s) to be passed through e-voting/ for the business stated in the AGM Notice dated 13th August, 2019 of the Company by conveying my/our assent or dissent to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below:

| Item No. | Description | No. of shares held by me | I assent to the resolution | I dissent from the resolution |
|----------|--|--------------------------|----------------------------|-------------------------------|
| 1 | To receive, consider and adopt: a. the Audited Standalone Financial Statement of the Company for the year ended March 31, 2019 and the Reports of the Board of Directors and Auditors Thereon; and b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019 and the Reports of the Board of Directors and Auditors Thereon; and | | | |
| 2 | To re-appoint Statutory Auditors of the company from the conclusion of this meeting till the conclusion of 33rd Annual General Meeting | | | |
| 3 | To appoint a director in place of Mr. Pradeep Misra (DIN 01386739), who retires by rotation in terms of section 152(6) of Companies Act, 2013 and being eligible offers himself for reappointment. | | | |
| 4 | To regularize the appointment of Ms. Richa Misra (DIN: 00405282) as Director of the Company | | | |
| 5 | To re-appoint Mr.Nileshkumar Jain as Manager of Company for a period of 03 (Three) years | | | |
| 6 | Approval/ Ratification of Related Party Transactions in this regard to consider and if thought fit, to pass with or without modification the resolution as Special Resolution | | | |

Place:

Date:

Signature of Member

NOTE: Last date for receipt of forms by Scrutiniser is 25th September, 2019.

IM+ CAPITALS LIMITED

CIN: L74140DL1991PLC340407

Registered office: 510, Ambadeep Building, K.G. Marg, New Delhi - 110001**ATTENDANCE SLIP**

Registered Folio No. / DP ID No. / Client ID No.

Name and address of the Member(s)

Joint Holder 1

Joint Holder 2

Number of Shares held:

I certify that I am a member / proxy for the member of the Company. I hereby record my presence at the 28th Annual General Meeting of members of the Company, to be held on Thursday, September 26, 2019 at YWCA Building, Constantia Hall, Ashoka Road, New Delhi-110001 at 2:30 P.M

Name of the member / proxySignature of member / proxy

Note:

1. A member or his duly appointed Proxy Wishing to attend the Meeting must complete this Attendance Slip and hand it over at the entrance.
2. Name of the Proxy in Block Letters(in case the Proxy attends the meeting)
3. Members are requested to bring their copies of the Annual Report to the Meeting.

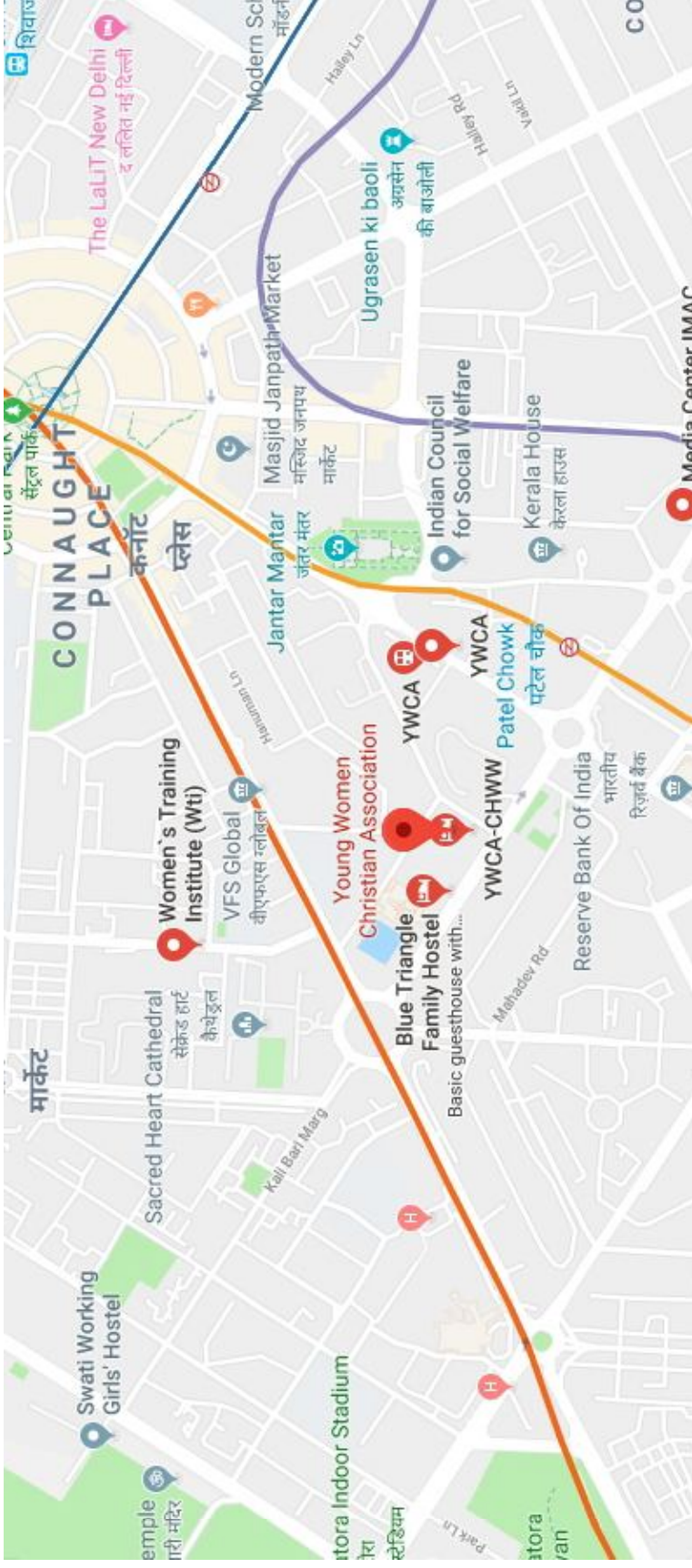
PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING HALL.**Electronic Voting Particulars**

| Electronic Voting Sequence No. | User ID | *Sequence Number |
|--------------------------------|---------|------------------|
| 190197 | | |

*Applicable to those members who have not updated their PAN with the Company / Depository Participant

Note: Please read the instructions printed in the Notice of 28th Annual General Meeting dated 26th September, 2019. The voting period starts from 9 a.m. (IST) on Monday, 23rd September, 2019 and ends at 05:00 p.m. (IST) on Wednesday, 25th September, 2019. The remote e-voting module shall be disabled for voting thereafter.

Book - Post / Courier



If undelivered, please return to :

IM+ Capitals Limited

Regd Off: 510, Ambadeep Building
14th KG Marg, New Delhi-110001